MARVEL MASTERWORKS®
THE SPECTACULAR SPIDER-MAN®
VOLUME 1

THE SPECTACULAR SPIDER-MAN Nos. 1-15

ARCHIE GOODWIN, BILL MANTLO,
GERRY CONWAY & SAL BUSCEMA

MARVEL

MARVEL MASTERWORKS

PRESENTS

THE SPECTACULAR SPIDER-MAN

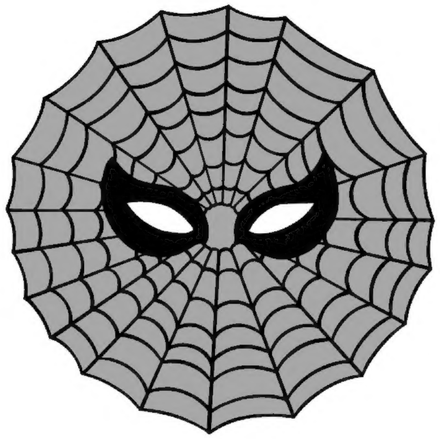
VOLUME 1

COLLECTING

THE SPECTACULAR SPIDER-MAN NOS. 1-15

ARCHIE GOODWIN • BILL MANTLO

GERRY CONWAY • SAL BUSCEMA



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MARVEL MASTERWORKS
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NOS. 1-15

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MARVEL MASTERWORKS

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INTRODUCTION
BY RALPH MACCHIO

Welcome to the first of what will doubtless be many collections presenting the wonderful *Spectacular Spider-Man* stories under the *Marvel Masterworks* banner. Not only does this mark the first *Spectacular Spidey* volume, but it is also the 250th volume in the long-running *Marvel Masterworks* line.

During my tenure as a Marvel editor, I was involved in the first *Masterworks* books, writing both the jacket copy and several of the original creator biographies, notably those of Stan Lee, Jack Kirby and Steve Ditko. It was both a privilege and pleasure to have had a small part in the nascent stages of this series. Enthusiasm ran rampant when the staff realized that incredibly high production values of the *Masterworks* would be lavished on Marvel's classic stories. The thick, premium-quality paper alone was enough to send shivers down the collective spine of those of us used to comic books appearing exclusively on pulp newsprint. Now, for the first time, we were going to see our favorite stories reprinted with all the pomp and circumstance they deserved. The best of Marvel in the best of formats. You couldn't beat it with a stick. I recall getting the first *Fantastic Four* volume and just running my hands over the cover embossing, flipping the pages endlessly to see the early F.F. tales brought to life with such vibrancy.

And once again, I'm back at the *Masterworks* factory. I was just beginning my tenure on Marvel's editorial staff when *The Spectacular Spider-Man* was first published. Spider-Man was easily Marvel's most successful solo character. *The Amazing Spider-Man*'s sales were through the roof. Spider-Man was even popular enough to support a second title, *Marvel Team-Up*, where Spidey would find himself linked with another hero every month. Sales were exceptional on *Team-Up*, as well. The comics-reading public had spoken: "We want more Spider-Man!"

Not being financial fools, Marvel management obliged the rabid fans with *The Spectacular Spider-Man*; however, it wasn't quite that simple. There had been talk for some time of a third Spidey title (a fifth if you include the Spidey reprint book *Marvel Tales* and the educational title *Spidey Super Stories*), but it was another event that helped give the idea real momentum.

As my recollection goes, since the time of Roy Thomas retiring as Editor in Chief, it was accepted practice to provide the departing EIC with a number of titles he would both write and edit. You didn't climb to the top spot without being an exceptional talent, and Marvel wanted to retain the services of the industry's best writers. Well, in late 1975 or early 1976, Gerry Conway, the latest EIC, was leaving his brief stay on the highest rung of the editorial ladder. The prolific lad had written some of Spider-Man's greatest stories and he had a hankering to write everybody's favorite web-spinner again. Len Wein, the then-current *Amazing Spider-Man* scribe, was understandably reluctant to leave this choicest of assignments. So, an amiable compromise was reached. Len would stay on *Amazing*, and the much-discussed third Spider-Man title would now become a reality and land in Mr. Conway's hot little hands.

Interestingly, Gerry only stayed as scripter for the first two issues. In fact, no less than five writers contributed to the first 15 issues. It's a tribute to each of the talented gentlemen who

scripted this title — Gerry Conway, Jim Shooter, Archie Goodwin, Chris Claremont and Bill Mantlo — that the quality of the stories remained so high. It's incredibly difficult to jump onto a title cold (especially a Spider-Man book) and make the story and characterizations flow seamlessly.

To make matters even more difficult, whatever was currently happening in *Amazing* needed to be reflected in *Spectacular*. *Marvel Team-Up* had always maintained continuity with *Amazing*, but with its rotating cast, it wasn't tied tightly with *Amazing*. *The Spectacular Spider-Man* was going to be a Spidey-centric solo title like *Amazing*, telling core stories in Peter Parker's life. Both titles needed to be closely coordinated. The use of villains couldn't overlap and the events that affected the characters in *Spectacular* had to carry over to *Amazing* and vice versa. With a rotating cast of writers, this was a herculean task. Now with all that baggage to contend with, you might ask why anyone would consider this a plum assignment. The answer is as simple as it gets: Spider-Man! You're writing one of the great characters along with one of the great casts in comics. Not to mention a rogues' gallery the envy of everyone this side of *Fantastic Four*.

Gerry's issues presented the web-slinger with the double dilemma of both the Tarantula and longtime Spidey foe, Kraven the Hunter. It's a neat little tale wherein Kraven is taken down by our hero, but the tenacious Tarantula gets his comeuppance by a shadowy figure whose identity we don't learn here. Future EIC Jim Shooter wrote the third issue, introducing the menace of Lightmaster, and tied the Tarantula in with him.

Jim only stayed for one issue and then current EIC Archie Goodwin took over for a two-issue tale that brought back an old fave, the Vulture, and premiered the lethal Hitman. Archie, long known as one of the finer writers ever to craft a comic, made the Vulture more menacing than ever. He also reintroduced the mystery of Flash Thompson's old girlfriend, Sha Shan Nguyen from *Amazing Spider-Man* #108-109. I learned much of the craft of comics storytelling from Archie, whose promotion to Editor in Chief created an opening on Marvel's black-and-white magazines, which in turn led to my being hired by the House of Ideas. You couldn't ask for a better, more patient guiding hand to teach a neophyte the ins and outs of the business.

Gerry returned after a fashion for issue #6, which reprinted his story from *Marvel Team-Up* #3 featuring Morbius the Living Vampire. Archie was back on issues #7-8, with a Morbius plotline and deeper dive into the mystery of Sha Shan. Archie's duties as Editor in Chief made writing an ongoing series, especially one with the inter-title continuity of *Spectacular*, a challenge, so Bill Mantlo, who had been writing *Marvel Team-Up*, took on *Spectacular Spider-Man* with issue #11.

Bill began with a terrific two-part story that featured several of the characters he'd put on the map in Marvel's black-and-white magazine, *The Deadly Hands of Kung Fu*. His "The White Tiger" had become *Deadly Hands*' standout feature. It didn't hurt that it was penciled by a budding newcomer named George Pérez. You might have heard of him. I'd been fortunate enough to see Bill and George mesh as a team when I'd served as *Deadly Hands*' assistant editor. The enthusiasm of each fed the other and the result was a series with exceptional word of mouth. Back in the '70s, it was quite an event to introduce a Hispanic super hero, and Hector Ayala, the White Tiger, was at the forefront. Another Mantlo creation, the Kojak-inspired African-American detective Blackbird, also plays a role.

In issue #11, the X-Men's guiding light, Chris Claremont, came aboard, penning a superb

single-issue story featuring everybody's favorite Inhuman, Medusa, she of the fabulous flowing tresses. She gave Spidey all he could handle even as the rest of the Inhuman royal family joined in the fun. Eventually, it all peacefully resolved, thank Attilan.

Bill Mantlo was back for issue #12 and, spare a couple fill-ins, he would write *Spectacular* for the next three years, including the first story where Frank Miller drew Daredevil. Bill begins to hit his stride here with the complex multipart story that rounds out this volume. Displaying top-notch plotting skills, he effectively ties in Archie's mystery of Sha Shan with two new characters, Brother Power and Sister Sun. Another newbie joining the fray was the hero/villain Razorback. You will definitely get a kick out of this guy — he just chews up the scenery. Balancing out Razorback's lighter tone was the deadly villain of the piece, the Hate-Monger. The revelation of his identity is a shocker you won't want to miss. All the plot elements brewing from the previous two issues came together beautifully in issue #15's fabulous finale. Kudos to Mantlo for having the courage to plunge headlong into such a multifaceted undertaking and making it pay off.

Before you move on to the stories ahead, a word about the visuals. While *Spectacular* had many scripters before it found its true captain, the penciling chores remained rock solid in the incredibly capable hands of Sal Buscema, mostly aided and abetted by inker Mike Esposito. With the exception of #11, by Jim Mooney, Sal was there for every page. If ever an artistic anchor was needed in the face of so many writer changes, Sal was the man. He routinely delivered superb Marvel-style storytelling, always in the service of the plot. Ask any writer who's worked with Sal and they'll tell you that no matter what they asked for, no matter how intricate, no matter how packed with characters or wild action set pieces, Sal was always there with dynamic artwork. We often forget how good he is because he's drawn so many pages for Marvel that you come to expect that level of quality all the time. Few are the titles that haven't blossomed under his deft touch: everything from *Defenders* to *Incredible Hulk* to *Avengers* to *The Spectacular Spider-Man*.

Now, you get to savor these 1970s classics some 40 years after they first saw print. Believe me, they hold up exceptionally well. If you are a current *Spider-Man* reader, you'll instantly see all the traits and tropes and trademarks that made Spider-Man the iconic super hero he is. I had the privilege of editing many Spider-Man series, including *Spectacular*, and I quickly became aware of the legacy this book carried. It was a huge burden, but an inspiring one. You have yourselves a ball and leave the driving to us.

Ralph Macchio
Cresskill, New Jersey
2017

Ralph Macchio's 35-year tenure as a Marvel editor is second only to Stan Lee's. More character-defining creative runs have benefited from his expert insight and guidance than virtually any other editor. Highlights include Frank Miller's Daredevil, *Walter Simonson's* Thor, *Doug Moench and Bill Sienkiewicz's* Moon Knight *and Brian Michael Bendis and Mark Bagley's* Ultimate Spider-Man. *He has also also written* Thor, *Black Widow "Web of Intrigue" in* Marvel Fanfare *and the classic* Marvel Two-In-One *"Project Pegasus" storyline, and trained a generation of Marvel writers, artists and editors.*

THE SPECTACULAR SPIDERMAN

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

FIRST ISSUE! COLLECTOR'S EDITION!
BY POPULAR DEMAND SPIDEY STARS IN AN ALL-NEW ACTION SERIES!

FEATURING: THE STINGING RETURN OF THE TARANTULA!

UNITE! FIGHT!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!™

GERRY CONWAY ✳ SAL BUSCEMA ✳ MIKE ESPOSITO ✳ JOE ROSEN, LETTERER
WRITER/EDITOR — ARTIST/STORYTELLER — INKER/EMBELLISHER — DAVE HUNT, COLORIST

"TWICE STINGS THE TARANTULA!"

NOW REALLY... IS THIS ANY WAY TO START A COMIC MAGAZINE, WITH A SCENE SO **IDYLLIC** IT'S PRACTICALLY A SLEEPING PILL? WELL, BELIEVE IT OR NOT, FAITHFUL ONE, THIS SOMNOLENT SPLASH PAGE IS DESIGNED TO LULL YOU INTO A FALSE SENSE OF **SECURITY**--

--'CAUSE THE **ACTION'S** ABOUT TO TAKE OFF-- **ON THE VERY NEXT PAGE!**

WHAT A WAY TO WASTE A **MONDAY MORNING**--

--SNAPPING **NEWS PHOTOS** OF A SPEECH BY A VICE-CHANCELLOR OF MY BELOVED **UNIVERSITY!**

IF I DIDN'T NEED THE **MONEY** J. JONAH JAMESON IS GOING TO PAY ME FOR THESE PICS--

--I COULD ALMOST **SCREAM** FROM **BOREDOM!**

AND **FURTHER-MORE**--

--I BELIEVE THAT EVERY STUDENT IN THIS CITY DESERVES THE BEST **POSSIBLE** EDUCATION--

--**REGARDLESS** OF ANY SO-CALLED "**FINANCIAL CRISIS!**"

NEW YORK HAS A **COMMITMENT** TO HIGHER EDUCATION--

--AND THAT COMMITMENT **MUST** BE FULFILLED, NO MATTER **WHAT** THE COST!

*AND, AS THE MAN KNOWN AS **VICE-CHANCELLOR EDWARD LANSKY** CONTINUES TO POUND HIS POINT HOME, IN THE BUSHES NEAR THE ADMINISTRATION BUILDING ENTRANCE, THERE'S AN UNSEEN **RUSTLE**, AND AN UNHEARD, WHISPERED **COMMAND**...*

*WHILE, **ABOVE**...*

GOT TO GIVE LANSKY **CREDIT**-- HE'S AN **UP-FRONT GUY.**

WHEN HE SAYS HE WANTS MORE **MONEY** FOR THE SCHOOL SYSTEM--

--THAT'S EXACTLY WHAT HE **MEANS.**

STILL, I CAN'T HELP FEELING THERE'S **MORE** TO THE VICE-CHANCELLOR THAN EDUCATIONAL **ALTRUISM.**

MAYBE I'M **CYNICAL**, BUT--

HUH?

SOMEONE'S LEAPING INTO MY VIEWFINDER-- **ATTACKING** LANSKY?

OH, BROTHER--

IT'S THE TARANTULA!

HE MUST HAVE ESCAPED **JAIL**, AND HE'S EVEN MORE **LOCO** THAN BEFORE!

TO PARAPHRASE AN OLD GAG--**THIS IS A JOB FOR SPIDER-MAN!**

WHAT'S THE **MEANING** OF THIS?

WHO **ARE** YOU PEOPLE-- WHAT ARE YOU **DOING** HERE?

THAT MUST BE **OBVIOUS**, SEÑOR LANSKY!

WE ARE **KIDNAPPERS**-- AND YOU ARE OUR **PRIZE!**

STRIKE **QUICKLY**, MI AMIGOS! GIVE THE GUARDS NO TIME TO **REACT**, AND IF THEY **RESIST**--

--KEEL THEM!

THAT SOUTH AMERICAN BANDIT HAS GONE COMPLETELY **CRAZY!**

HE WAS BAD ENOUGH THE **LAST** TIME WE TANGLED, WHEN HE WAS TEAMED WITH **THE JACKAL***--

--BUT NOW HE'S PULLED OUT ALL THE **STOPS!** KIDNAPPING PEOPLE IN **BROAD DAYLIGHT**--?

OH, **NO!** DOWN BELOW, PART OF THE CROWD-- **FLASH THOMPSON** AND **MARY JANE!** I SHOULD'VE **REALIZED** THEY'D BE HERE--!

TAUK!

*THE IMMORTAL **SPIDER-MAN*** 148. --GER.

FLASH TAKES A **CLASS** AT THIS COLLEGE, AND MARY JANE'S BEEN SEEING HIM THESE PAST FEW WEEKS!

OF ALL THE ROTTEN **COINCIDENCES**--

I'VE GOT TO TAKE OUT THE TARANTULA **FAST**, BEFORE MJ GETS **HURT!**

AH, **SPIDER-MAN!**

I WAS **HOPING** WE'D MEET AGAIN, COMPADRE...

THERE IS MUCH I **OWE** YOU!

GOOD! FLASH IS DRAGGING MJ AWAY!

NOW, IF I CAN JUST AVOID GETTING **KILLED**--!

YOU'RE **FAST**, TARANTY--

BUT AS YOU MAY RECALL, I'M A TRIFLE **FASTER!**

KRAK!

PEEG!

WE SHALL **SEE** WHO IS MORE **NIMBLE**--

--YOU WITH YOUR **TRICKS**, OR I WITH MY **STING!**

I TRAINED TO BE MY COUNTRY'S **CAPTAIN AMERICA**, AND THE SKILLS I DEVELOPED IN MY HOMELAND--

--ARE ABSOLUTELY **NO GOOD** TO YOU **HERE!**

IT TAKES MORE THAN **GYMNASTICS** TO MAKE A **SUPER-FIGHTER,** TARANTY--

--AND A GOOD DEAL MORE THAN **POINTY SHOES** TO MAKE A **WINNER!**

IT TAKES **GUTS**--

--**SOME-THING YOU DON'T HAVE!**

I WISH I BELIEVED WHAT I'M SAYING--BUT RIGHT NOW, IT'S ALL **BLUFF!**

TARANTULA BEAT ME TO A **STANDSTILL** THE FIRST TIME WE FOUGHT, AND I CAN'T GIVE HIM A CHANCE TO DO IT **AGAIN!**

FFTT

I'VE GOT TO KEEP HIM **OFF-BALANCE** BY STRIKING AT HIS **MALE EGO**--

--**VERBALLY AND PHYSICALLY**

UNNNH!

SWAK

WHATSAMATTER, TARANTULA? WEBBING GOT YOUR **TONGUE?**

THE BOSS NEEDS **HELP!**

WHO, **HIM?** ARE YOU **KIDDING?**

ALL HE NEEDS IS TO HIT SPIDER-MAN **ONCE** WITH HIS DRUG-TIPPED **TOE SPIKE**--

--AND IT'S **BYE-BYE WEB-SPINNER!**

YEAH... YOU'RE **RIGHT!**

LET'S GET THIS **CHANCELLOR** CREEP IN THE **CAR!**

STAY HERE, MARY JANE! I KNOW THIS **TARANTULA** BUM, AND HE PLAYS FOR **KEEPS!**

IF LANSKY GETS **TAKEN,** HE'S A **DEAD MAN!**

FLASH! COME BACK, YOU NITWIT--THIS ISN'T A FREAKY **FOOTBALL GAME!**

YOU'LL BE KILLED!

THOSE GUYS AREN'T THE SAME HENCHMEN TARANTULA USED WHEN HE **HI-JACKED** A HUDSON RIVER **DAYLINER** SOME MONTHS AGO*--

--BUT JUDGING BY THEIR **LOOKS,** THEY'RE JUST AS **MEAN!**

I BETTER MOVE **FAST!**

*WAY BACK IN **SPIDER-MAN** #134 --G.

THIS PUNK MUST THINK HE'S A **JUNIOR G-MAN!**

GET **LOST,** KID-- **YOU BOTHER ME!**

WHUFF

GOOD OLD PUGNACIOUS **FLASH**... EVER READY FOR A **FIGHT**, EVEN WITH THE ODDS STACKED AGAINST HIM!

FLASH IS ONLY **STUNNED**-- BUT WHAT ABOUT THE TARANTULA?

IS HE **FAKING**-- OR DID I KNOCK HIM **COLD**?

UFFFF!

FAKING!

KRAK

I COULD KEEL YOU WITH **ONE BLOW**, PUERCO!

INSTEAD, I WILL LET YOU **LIVE**--

--FOR WE SHALL SOON **MEET AGAIN**, AS SURELY AS THE SUN **RISES!**

HASTA LA VISTA, MI AMIGO--

--ADIOS!

POIK

POIK

HE'S **ESCAPING**, AND I CAN'T LIFT A FINGER TO STOP HIM!

THE WAY MY **CHEST** FEELS, THAT KICK MUST HAVE FRACTURED A **RIB**--

--OR **WORSE!**

MAN, THIS IS **NOT** MY LUCKY DAY!

AND, AS A PAIN-WRACKED SPIDER-MAN TRIES TO DRAG HIMSELF ERECT, THE DESPERADO KNOWN AS **TARANTULA** TEARS OFF IN A CLOUD OF URBAN SOOT AND A SHRIEK OF PROTESTING **GEARS**--

SCREECH!

--SCATTERING STUDENTS LIKE **TUMBLE-WEED!**

WHILE, BACK AT THE STARTING LINE...

GIVE THIS HERO A CIGAR! NOT ONLY HAS HE MANAGED TO BE BEATEN BY A SLEAZY FLAMINGO DANCER--

--HE'S ALSO WON HIMSELF A SPRAINED BACK BY WAY OF BONUS!

IF JONAH JAMESON COULD SEE ME NOW--

--HE'D BUST A GUT LAUGHING UP HIS SLEEVE!

T-THAT SPIDER-MAN...

H-HE'S IN CAHOOTS WITH THOSE HOODLUMS!

YEAH! MY POP READS THE DAILY BUGLE--AND WHILE I DON'T AGREE WITH EVERY-THING OLD JAMESON SAYS--

--I GOTTA ADMIT, SPIDER-MAN BEIN' HERE IS MIGHTY SUSPICIOUS!

MAYBE WE SHOULD HAVE A TALK WITH THE WEB-SLINGER--

--NICE AND PRIVATE!

TERRIFIC! USUALLY THE KIDS ARE ON MY SIDE--

--BUT TODAY EVERYONE IS OUT TO GET ME!

GRAB HIM, YOU CLOWNS!

DON'T LET HIM GET AWAY!

I GUESS IT'S BECAUSE VICE-CHANCELLOR LANSKY IS SO POPULAR WITH THE STUDENTS--

--SINCE HE'S AGAINST ANY KIND OF BUDGET CUTS IN THE CITY'S UNIVERSITY SCHOOL SYSTEM!

AND SINCE I'M A STUDENT AS PETER PARKER, I'M KIND OF MAD AT ME, TOO!

I SHOULDN'T HAVE LET THOSE CREEPS ESCAPE-- ESPECIALLY NOT WITH LANSKY.

SURE, HE'LL BE RANSOMED-- BUT IT'S THE PRINCIPAL OF THE THING.

WELL, AT LEAST I'LL HAVE SOME GOOD PHOTOS FOR--

OH, NO!

MY WEBBING SNAPPED-- AND MY CAMERA'S BROKEN!

WHY DO THESE THINGS ALWAYS HAPPEN TO ME?

KRAK!

WHY? WHY? WHY?

OH, SWELL. NOW I'VE SMASHED MY HAND,

SOME DAYS ARE JUST BETTER SPENT IN BED.

WITHIN THE HOUR, AT THE **CHELSEA** APARTMENT BUILDING PETER PARKER LAUGHINGLY CALLS **HOME**...

THE **BIG** QUESTION NOW IS--WHO'LL PAY LANSKY'S **RANSOM**?

HE'S NOT **RICH**--AND THE **CITY** SURE CAN'T--

PETER PARKER!

JUST THE NIFTY NEIGHBOR I'VE BEEN LOOKING FOR!

IF YOU'RE PLANNING TO THROW **ANOTHER** SURPRISE PARTY IN MY HONOR--PLEASE **DON'T**, GLORY!

I BARELY SURVIVED THE **FIRST** ONE*--MUCH AS I **LOVED** IT.

INCIDENTALLY--HAVE I **THANKED** YOU YET?

AT **LEAST** THREE TIMES, BUT--

PETE! YOUR HAND!

SPIDER-MAN 163 NOW ON SALE, --G.

SIT YOURSELF DOWN AND LET ME **BANDAGE** THIS.

WITH **YOUR** HALF-WIT LUCK, YOU'RE LIKELY TO GET **INFECTED.**

IF YOU THINK I'M GOING TO **ARGUE**, MS. GRANT--

FORGET IT.

HOW'S THE **MODELING** BIZ, BY THE BY?

BAD, MY MAN. THAT'S WHY I CALLED YOU OVER.

TODAY IS THE DAY I FIND MYSELF A **NINE-TO-FIVE JOB**--AND **YOU'VE** BEEN DRAFTED FOR **COMPANY.**

AND SPEAKING OF COMPANY--LOOK WHO'S KNOCKING AT YOUR **DOOR!**

HI, GLORY. **HI**, PETEY.

SO TELL ME, TIGERS--WHAT'S NEW AND **EXCITING**?

NOT **MUCH**, MJ--UNLESS YOU'VE DECIDED TO BURY THE **HATCHET** AND BE **FRIENDS** AGAIN.

HATCHET? **WHAT** HATCHET?

I AIN'T GOT NO **HATCHET.**

MUST BE YOUR OVER-ACTIVE **IMAGINATION**, PETEY.

SURE. THAT'S WHY YOU'RE SEEING **FLASH**, RIGHT?

DON'T **ANSWER**, MARY JANE.

THIS I DON'T WANT TO **HEAR.**

AND IF YOU THINK WE'LL EAVESDROP ON **THAT** PARTICULAR CONVERSATION, YOU'RE **CRAZY**; INSTEAD, LET'S LEAP AHEAD TO LATE **AFTERNOON**--

--AS OUR THREE FRIENDS WEND A JOB-HUNTING PATH TO CITY HALL'S **CIVIL SERVICE ADMINISTRATION**--

CITY HALL

--A PATH WHICH WILL SOON PROVE **MOST** FORTUITOUS:

UH-OH...

MY **SPIDER-SENSE** IS TINGLING... MEANING THERE'S **DANGER** AROUND...

WAITAMINNUT! THAT **LIMOUSINE**...

...IT'S THE SAME LINCOLN CONTINENTAL THE TARANTULA USED FOR A **GETAWAY** CAR THIS MORNING...AND THOSE BARELY-CONCEALED **PUNCTURE MARKS** ON THE TRUNK HOOD **PROVE IT!**

MAYBE THIS **IS** MY LUCKY DAY...!

GLORY, I HATE TO BUG OUT ON YOU LIKE THIS-- BUT I JUST **REMEMBERED**--

NO **TRAUMA**, PETE.

--I HAVE TO CALL THE HOSPITAL ABOUT MY **AUNT MAY.**

CATCH YOU OUTSIDE-- **OKAY**?

SURE THING, GLORY...

...I **HOPE.**

I LIKE TO THINK THE TARANTULA BEAT ME THIS MORNING BECAUSE I WAS ONLY **HALF-AWAKE...**

BUT WHO AM I **KIDDING**?

MEN

THE MAN'S **TOUGH**--

--AND **HIS** ABILITIES MATCH **MINE** PERFECTLY!

WELL, AT LEAST MY **BACK** ISN'T HURTING ANYMORE, AND THANKS TO GLORY'S **BANDAGE**-- I THINK MY **HAND** WILL BE OKAY.

EVEN **SO**--

--THIS IS ONE FIGHT I'M **NOT** LOOKING FORWARD TO.

EVERYTHING CHECKS OUT. MY WEB-SHOOTER'S FULL OF **WEB-FLUID**, AND I HAVE PLENTY OF SPARE **CARTRIDGES.**

LOOKS LIKE I CAN'T PUT IT OFF ANY **LONGER.**

LIKE IT OR **NOT**--

TARANTULA, HERE I COME!

BUDGETS, BUDGETS, AND **MORE** BUDGETS.

IT'S GETTING SO A CITY **BUREAUCRAT** DOESN'T HAVE A FREE **MINUTE** ANYMORE.

IF THEY KEEP WORKING ME SO HARD, I'LL TELL THE **UNION**-- AND THAT'S A **PROMISE.**

MEN

AFTER ALL, I'M A HIGHLY SKILLED **CIVIL SERVANT**, AND I SIMPLY **WON'T** BE TREATED LIKE SOME COMMON **EMPLOYEE.**

NOSIR, I--

MEN

LOCKED?

OH, MY LORD... **ULP...**

AND, IN THE BASEMENT GARAGE BENEATH CITY HALL, **HUSHED VOICES** CONCLUDE A CONSPIRATORIAL CONVERSATION, AS...

REMEMBER-- IT MUST **LOOK** LIKE AN ACCIDENT.

A BUNGLED **KIDNAPPING** THAT ENDS IN **TRAGEDY.**

IS THAT **CLEAR**, "AMIGO"-- **PERFECTLY** CLEAR?

SI, LIDER-- **PERFECTO.**

SEE THAT IT **IS**, TARANTULA. I'VE PLANNED **TOO LONG** FOR YOU TO RUIN THINGS NOW.

NO MATTER **WHAT** HAPPENS--

THE MAYOR MUST DIE!

AND SO HE **WILL**, SEÑOR.

AS GOD IS MY WITNESS!

JOKE IF YOU **MUST**, FOOL. BUT IF YOU WANT YOUR **MONEY**-- MAKE NO **MISTAKES!**

THAT GUY'S **DANGEROUS**, BOSS.

YA ASK ME, HE'S GONNA GET US **KILLED!**

EXIT

I DON'T **THINK** SO.

HE IS A MAN OF **MANY** PLANS... BUT IF HIS PLANS SUCCEED, HE WILL BE WORTH **MUCHO DINERO.**

WE WILL DO THIS LITTLE THING FOR HIM, AND THEN HE WILL **OWE** US FAR MORE THAN MONEY!

AH... THE **GUARD.**

YUUHH

BUENOS NOCHES, MI AMIGO!

THUK!

"GOOD NIGHT"... AND **SWEET DREAMS!**

AUTHORIZED FOR MAYOR'S USE ONLY

AND WHILE YOU **SLEEP**, WE WILL USE YOUR **KEY**--

WHIRRR

--TO **VISIT** YOUR SHORT LITTLE **ALCALDE!***

*MAYOR. -TRANSLATOR GER.

SORRY, BOYS. **VISITING HOURS** ARE FROM THREE-TO-FOUR ON **THURSDAYS.**

YOU'LL JUST HAVE TO COME BACK **THEN!**

NOT POSSIBLE!

LOOK, FELLA: I DON'T MAKE THE RULES. I JUST EN-FORCE 'EM.

OH... YOU MEANT ME!

WHATSAMATTER, CUTIE-PIE? NEVER SEE AN UPSIDE-DOWN SPIDER BEFORE?

OKAY, SO IT WASN'T MUCH OF A GAG--

HUH?

WHAT DO YOU WANT FOR YOUR MONEY? ROBERT KLEIN?

POW

WHUFFF!

YOK IT UP, FUNNY MAN!

THAT'S THE LAST LOUSY JOKE YOU'LL EVER MAKE!

SHOULD'VE SEEN HIM COMING--!

BUENO, MY FRIEND! HOLD HIM BACK WHILE I SLIP WITHIN THIS ELEVATOR--

--TAKING THE ONLY KEY AND LOCKING THE DOOR BEHIND ME!

YOU WILL BE WELL REWARDED FOR THIS DAY'S WORK--

ON THAT YOU HAVE MY WORD-- OF HONOR!

NO! TARANTY'S GETTING AWAY!

KLIK

HMMMMM

AUTHORIZED FOR MAYOR'S USE ONLY

CORRECTION: MAKE THAT PAST TENSE--

HE'S GONE!

YOU I DON'T NEED, BOZO!

THANKS TO YOU, TARANTULA'S ON HIS WAY UP!

THANKS TO YOU-- THE MAYOR MAY BE KILLED!

WHAK

URRK

YEP, THE DOOR'S **LOCKED.**

AND, YEP, TARANTULA HAS THE ONLY **KEY.**

AUTHORIZED FOR MAYOR'S USE ONLY

OF COURSE, I COULD ALWAYS HIGH-TAIL IT UP THE **OUTSIDE WALL--**

--BUT BY THE TIME I CLIMBED UPSTAIRS, THE TARAN-TULA WOULD BE **FINISHED!**

WHICH MEANS--

--THIS DOOR IS IT: **MY ONLY CHOICE!**

UNNNNH! SOLID **STEEL--** AT LEAST **THREE INCHES THICK!**

IF I CAN JUST-- GET A **GRIP**--AND PULL IT BACK **FAR** ENOUGH-- THE METAL MIGHT **BUCKLE!**

YEAH--AND SO MIGHT MY **FINGERS!**

COME **ON,** WEB-SPINNER! YOU-- CAN'T-- GIVE-- UP!

CREAAK

YOU'VE-- GOT--TO-- **DO**-- IT!

DO-- IT!

DO IT!

SCRUNGH!

UHHH! ARMS FEEL LIKE I'VE TORN THEM **THROUGH...!**

BUT... THE DOOR'S **DOWN...**

...AND I'M GOING UP!

I JUST PRAY I DIDN'T TAKE-- **TOO LONG!**

YOU'LL HAVE TO JUDGE THAT FOR YOURSELF, READER--AS WE TURN OUR ATTENTION TO THE BAROQUE OFFICE OF NEW YORK'S EMBATTLED **MAYOR**, SEVERAL STORIES ABOVE...

NO QUESTION ABOUT IT, MR. MAYOR. WE'RE BROKE--**AGAIN.**

IF WE DON'T COME UP WITH **SIXTY MILLION** BY OCTOBER 13TH, WE'LL GO **BANKRUPT.**

DIDN'T WE GO THROUGH THIS **LAST** YEAR, OGILVE?

MY **LORD**... EVERY TIME I TURN AROUND, IT'S BILLS, BILLS, **BILLS!**

CAN'T SOMEONE **ELSE** HANDLE ALL THESE FINANCIAL DETAILS?

WELL, SIR--THE GOVERNOR **IS** HANDLING MOST OF IT **ALREADY.**

NOT TO MENTION THE **UNIONS**, WHO--

FOR HEAVEN'S SAKE, OGILVE, **WHATEVER** YOU DO--**DON'T** MENTION THE UNIONS!

HAVEN'T WE PROBLEMS **ENOUGH** WITHOUT--

EH?

KLIK

WHO ON EARTH ARE **YOU?**

MY **TRUE** NAME WOULD MEAN NOTHING TO YOU, SEÑOR MAYOR.

BUT PERHAPS YOU **WILL** REMEMBER ME FROM OUR **PREVIOUS** ENCOUNTER--

I AM--**TARANTULA!**

TARANTULA! THE BANDIT WHO **HIJACKED** THAT DAYLINER CRUISE SHIP MONTHS AGO--AND HELD IT FOR **RANSOM!***

IF HE'S **HERE**, IT CAN ONLY MEAN--

MORE MONEY!

EVERYONE WANTS MONEY! **WELL, YOU'RE NOT GETTING ONE RED CENT!**

*SPIDER-MAN# 134 & 135 --GER.

FOOL!

IT'S NOT MONEY I WANT--

IT'S YOU!

AND YOU WILL **COME** WITH ME, NOW--

WHAM

--OR YOU WILL DIE WHERE YOU STAND!

EITHER WAY, IT WILL MAKE SMALL DIFFERENCE TO ME, SEÑOR!

IN MY COUNTRY, LIFE HAS LITTLE VALUE-- AND MEN ARE TOOLS TO BE USED FOR THE ATTAINMENT OF ONE GOAL:

POWER!

YOU ARE MY TOOL, AMIGO, AND I WILL USE YOU AS I WISH-- WHETHER YOU ACCEPT THIS WILLINGLY-- OR UNDER FORCE!

AND IF YOU DO NOT UNDERSTAND THIS NOW, I CAN MAKE YOU UNDERSTAND! I CAN--

WHUMP!

UHHH!

SPIDER-MAN?

FOR THIS I GAVE UP BEING CITY CONTROLLER?

HEADS DOWN, GENTLEMEN!

THIS OFFICE IS ABOUT TO BECOME A WAR-ZONE!

ON YOUR *FEET*, TARANTULA!
I WANT YOU *STANDING* WHEN I LAY YOU OUT!
I *TIRE* OF YOUR INTERFERENCE, SPIDER-HOMBRE!
I SEE NOW-- YOU MUST BE *REMOVED*, TO USE YOUR *AMERICAN* PHRASE!
YEAH? TO USE *ANOTHER* AMERICAN PHRASE-- *I'D LIKE TO SEE YOU TRY!*

"THEN WATCH *CLOSELY*, ENEMIGO! WATCH AS CLOSELY AS YOU *DARE!*"
FAST-- AND *DEADLY!*
SHISH
IF MEMORY SERVES ME, HE DABS THOSE SPIKE-TIPS WITH *DRUGS*-- KNOCKOUT OR *POISON*, DEPENDING ON WHIM!
MAYBE, WITH *LUCK*, I CAN GET *ONE UP* ON HIM--
--THE ONE UP I NEED TO *SURVIVE!*
EEST!
AH, *YES*-- YOUR *WEBBING!*
STILL AS *CONFOUNDING* AS EVER-- YET THIS TIME, I HAVE A *SOLUTION!*

A *RAZOR-SHARP* EDGE OF MY SPIKES--
--SHARP ENOUGH TO SHRED YOUR WEB LIKE *TISSUE!*
AND WHAT I CAN *DO* TO YOUR WEBBING--
--I CAN *ALSO DO TO YOU!*
SURE, FELLA-- *SURE!* COWARDS LIKE YOU *TALK* A GOOD GAME--
--BUT WHEN IT COMES TO *DELIVERY*, YOU AREN'T WORTH *SPIT!*
PUERCO!
NO MAN CALLS ME *COWARD!*

URRK

OKAY: HOW ABOUT *DUMBO?*

AS IN *STUPID?*

AS IN, ONLY A REALLY *STUPID* FIGHTER WOULD FALL FOR A *TAUNT* LIKE THAT?

AS IN--

"*BYE-BYE, YOU TURKEY!*"

SMASH!

NOW, BEFORE I WEB YOU SO *TIGHT* IT'LL TAKE A *CROWBAR* TO BUST YOU FREE--

--I WANT SOME *ANSWERS!*

WHERE'S *VICE-CHANCELLOR LANSKY?* AND WHO'S THE GUY WHO HIRED YOU TO *KILL* THE MAYOR?

HEY! ARE YOU *LISTEN-ING* TO ME?

SI, SIMPLETON--

--*BUT ARE YOU LISTENING TO ME?*

HHHAM

YOU CAN'T--

URRMPH!!

MR. MAYOR, WE HAVE TO GET *OUT* OF HERE!

THOSE TWO *MADMEN*-- THEY'RE *DANGEROUS!*

THAT'S WHAT I *LIKE* ABOUT YOU, OGILVE-- YOUR QUICK WIT UNDER *PRESSURE!*

OF *COURSE* WE HAVE TO GET OUT--

"--*BUT DON'T YOU SEE? THEY'RE BETWEEN US AND THE DOOR!*

"*WE'RE TRAPPED, OGILVE! NOW EVERYTHING* DEPENDS--

"--ON *SPIDER-MAN!*"

THRAK!

THAT'S EASY FOR *YOU* TO SAY, MR. MAYOR!

YOU'RE OVER THERE--AND *I'M* OVER HERE!

STILL, YOU'RE *RIGHT!* IF I LEFT TARANTULA TO *YOU* GUYS, YOU'D PROBABLY *KILL* HIM WITH A RECITATION OF THE LATEST *BUDGET REPORT!*

EVEN I'M NOT *THAT* CRUEL!

JOKES! ALWAYS YOU ARE *JOKING!*

DO YOU SEEK TO *MOCK* ME, AMERICAN? TO *HUMILI-ATE* ME?

IF SO--

FOR CRYING OUT LOUD-- WHY DON'T YOU JUST *SHUT UP?*

IF I HAVE TO HEAR ONE MORE WORD OF *MACHO EARWAX* OUT OF YOU--

--I'LL GO *CRAZY!*

NO!

WE'RE FALLING *BACK-WARD!* OUR MOMENTUM'S *TOO GREAT!*

BUT-- IF I MOVE *QUICKLY--*

OH, MY LORD--

SKRASH!

HA!

NOW YOU HAVE A *CHOICE,* SPIDER-MAN!

CAPTURE *ME*--OR *SAVE* YOUR *PRECIOUS* MAYOR!

A CHOICE LIKE THAT-- ISN'T A *CHOICE* AT ALL!

YOU *WIN*, TARANTULA--

THIS TIME!

THIS TIME AND *EVERY* TIME, ENEMIGO!

I AM THE TARANTULA--

THAK

THAK

--AND THE TARANTULA NEVER FAILS!

BUT YOU *DID* FAIL, TARANTULA -- AND YOU AND I BOTH *KNOW* IT!

YOU WERE SUPPOSED TO *KILL* OUR BELOVED MAYOR, AND YOU *HAVEN'T--*

FWIP

--THANKS TO *ME--*

--AND TO MY EVER-POPULAR *WEB-SHOOTER!*

RELAX, MR. MAYOR. WE'LL BE DOWN IN NO TIME *FLAT.*

T-THAT'S WHAT I'M *AFRAID* OF!

OHHHHHH

BUT, CONTRARY TO THE MAYOR'S FEARS, THE LANDING IS A *SIMPLE* ONE, AND SO...

THAT MAN--

WILL HE BE *BACK?*

ODDS ARE, HE *WILL* BE, MR. MAYOR.

BUT IF *HE* COMES BACK-- I'LL BE *HERE.*

I'M NOT SURE I FIND THAT VERY *REASSURING*, YOUNG MAN...

HAVE IT *YOUR* WAY, MR. MAYOR.

I WISH I COULD STICK AROUND AND *CHAT--*

--BUT I'VE GOT SOME *FRIENDS* WAITING FOR ME--

--AND *NOBODY* LIKES BEING STOOD UP--

--EVEN BY A FRIENDLY, NEIGHBORHOOD *SPIDER-MAN!*

FINI

NEXT ISSUE: THE TARANTULA RETURNS-- *PLUS* ANOTHER OLD VILLAIN--

KRAVEN IS THE HUNTER!

THE SPECTACULAR SPIDERMAN

MARVEL COMICS GROUP™

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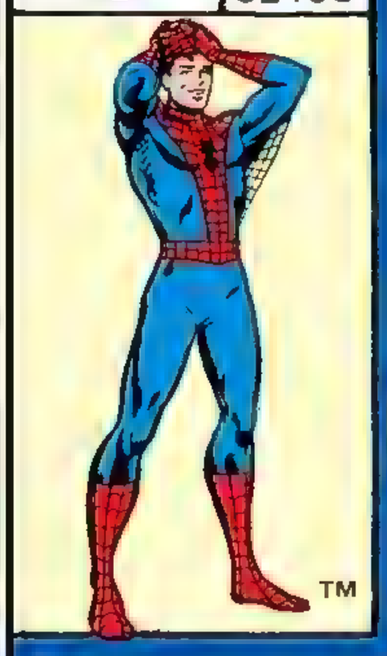
PETER PARKER, THE SPECTACULAR SPIDER-MAN



KRAVEN IS THE HUNTER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!™

GERRY CONWAY WRITER / EDITOR | SAL BUSCEMA ARTIST / STORYTELLER | MIKE ESPOSITO INKER / EMBELLISHER | I. WATANABE JOHN COSTANZA LETTERERS | DON WARFIELD COLORIST

KRAVEN IS THE HUNTER!

IT'S ABOUT TIME THIS TURKEY TUGBOAT REACHED *MANHATTAN.* I'M SO WASTED AFTER MY FIGHT WITH *KINGPIN**--

--I'M NOT SURE HOW MUCH LONGER I CAN *HOLD ON.*

BROTHHHHHER. ONE MORE AUTUMN EVE LIKE *THIS*--

--AND THIS IS ONE NEIGHBOR-HOOD SPIDER-MAN WHO'LL HANG UP HIS WEB-SHOOTERS FOR *GOOD!*

AND THAT'S THE *TRUTH.*

*IF YOU WANNA KNOW **MORE** ABOUT SAID BATTLE, GRAB THE *AMAZING SPIDER-MAN #164*, NOW ON SALE. FREE-PLUG GER.

WHEN I HOPPED ABOARD THIS TUG BACK IN **BROOKLYN,** I DIDN'T THINK IT'D TAKE THE **SCENIC ROUTE** AROUND NEW YORK BAY--

--BUT NATCH, THE SPIDEY LUCK **NEVER FAILS.**

AND **ANOTHER** THING--

--SMOKE STACKS GET **HOT!**

CAPTAIN! YOU AIN'T GONNA **BELIEVE** THIS--

--BUT GUESS WHO WE HAD FOR A **STOWAWAY?**

I GIVE. **JIMMY CARTER? GERALD FORD?**

BETTER'N **THAT-- SPIDER-GUY!**

"SPIDER-GUY"-- THAT'S **TERRIFIC.**

I BREAK MY **BACK** FOR THIS CITY, AND MOST PEOPLE CAN'T EVEN REMEMBER MY **NAME.**

CURB YOUR

AND WHEN THEY **DO** REMEMBER IT, WHAT DO THEY SAY?

"ARREST DAT BUM!" "PUBLIC MENACE!" "ANTI-SOCIAL VIGILANTE!"

AW, **RATS.** I'M JUST SOUNDING OFF BECAUSE I'M **TIRED.**

I WOULDN'T TRADE YOUR AVERAGE CYNICAL NEW YORKER FOR ANYONE IN THE **WORLD--**

--**EXCEPT** FOR MY FAVORITE FLORIDIAN:

CURT CONNERS! MANY **THANKS,** AMIGO. YOUR "TASER" GIZMO **WORKED!**

OBVIOUSLY, SPIDER-MAN-- OR YOU WOULDN'T **BE** HERE!

CAN YOU TELL ME WHAT **HAPPENED?**

*"SURE. AFTER I **REVERSED** MY LIFE-FORCE FLOW FROM KINGPIN'S SON BACK INTO ME--*

*"--OLD **CHUBBY-CHEEKS** GOT SORT OF **MAD,** AND CHASED ME UP A **CRANE."***

OF COURSE, EVERYTHING TURNED OUT ALL RIGHT IN THE **END--**

--AND RIGHT NOW, KINGPIN'S COMMUNING WITH THE FISHIES AT THE BOTTOM OF BROOKLYN **BAY.**

SAY, CURT-- ARE YOU **OKAY?**

HMM? YES-- FINE. JUST A LITTLE **DIZZY...**

DOCTOR CONNERS, YOU **WORK** TOO HARD.

GET YOURSELF SOME **REST**-- PROMISE?

AND AGAIN-- **THANKS.**

NO MATTER **WHAT** THE **DAILY BUGLE** SAYS, SPIDER-MAN IS ONE OF THE **FINEST** MEN I'VE EVER KNOWN...

UHHH. STILL FEEL **DIZZY... QUEASY...**

THE WEB-SPINNER MAY BE **RIGHT...**

MAYBE WHAT I **NEED** IS REST...

...AND A GOOD DAY'S **SLEEP.**

UH-UH, CURT--

--THOUGH YOU DON'T KNOW IT, YOU'VE GOT **PROBLEMS** IN STORE; BUT THEY'RE DIFFICULTIES TO BE RESOLVED IN NEXT MONTH'S **AMAZING SPIDER-MAN,** NOT HERE.

WE HAVE OUR **OWN** SET OF PLOT-THREADS TO UNRAVEL; AND ONE SET BRINGS US TO MANHATTAN'S DAWN-LIT **GRAMMACY PARK.**

--AS A PANTHER-GRAY **ROLLS ROYCE** DRAWS UP BEFORE AN IVY-TRELLISED **TOWNHOUSE.**

THIS **PARTICULAR** SECTION OF NEW YORK HAS SEEN ITS SHARE OF ECCENTRIC MILLIONAIRES--BUT EVEN THE MOST WILD-EYED WALLET-FONDLER WOULD GAPE ASTONISHED AT **THIS** SIGHT, WERE ANY RESIDENTS AWARE TO WATCH IT, AS **WE** CAN:

WAIT FOR ME, OTTO.

YES, IT'S A MAN DRESSED ALL IN **BLACK,** WALKING WITH TWO LEASHED **TIGERS.**

PITY, ISN'T IT, THAT TODAY THERE ARE NO EARLY RISERS TO OBSERVE THIS SCENE, AS THE TRAVELER APPROACHES A PAIR OF OPENING **DOORS--**

--AND LITHELY STRIDES WITHIN.

MILDLY (AND BALDLY) PUT: HIS WELCOME IS ANYTHING BUT WARM!

DIE, PUERCO!

RRRWR

I WILL GUT YOU WHERE YOU STAND, LIKE THE CRAWLING SLUG YOU ARE!

EH? DON'T FLATTER YOURSELF, VERMIN!

THE MAN DOESN'T LIVE WHO CAN "GUT ME WHERE I STAND"!

YOU ATTACK KRAVEN, SWINE--

KRAVEN, CALLED THE HUNTER!

GRAWR

I HAVE HEARD OF YOU, CAZADOR*-- THE "HUNTER OF MEN"!

YOUR CATS ARE WELL-TRAINED, BUT I TELL YOU FRANKLY--

RARR

*HUNTER.--TRANSLATER GER.

--NO BEAST IS MATCH FOR TARANTULA!

SURRENDER NOW, I PERHAPS YOU MAY STILL SURVIVE!

WE'LL SEE WHO SURRENDERS--

--WHEN MY TIGERS REND YOU LIKE A--

SHUT UP, BOTH OF YOU!

I'VE NO PATIENCE FOR GAMES.

WHO DARES--?

EL LIDER!

FOOL! KRAVEN WAS HIRED TO ASSIST YOU, TARANTULA, NOT REPLACE YOU--

--THOUGH PERHAPS HE SHOULD.

TRUE, YOU DID SUCCEED IN THE KIDNAPPING OF CITY UNIVERSITY'S VICE-CHANCELLOR LANSKY*--

DAILY BUGLE

VICE-CHANCELLOR LANSKY KIDNAPPED

TARANTULA ATTEMPTS NAB OF MAYOR

*LAST ISSUE:--GER.

--BUT YOU FAILED COMPLETELY TO KILL OUR BELOVED MAYOR!

YOUR ACTIONS HAVE THROWN MY ENTIRE PLAN INTO JEAPORDY--

--AND NOW YOU HAVE THE AFFRONTERY TO ATTACK A MAN WE MOST DESPERATELY NEED!

JUST BE THANKFUL YOU'RE STILL ALIVE, CRETINOUS CLOWN!

YOUR THREATS DON'T FRIGHTEN ME, SEÑOR. IF I MUST WORK WITH THIS MAN--SO BE IT.

BUT IT IS MY DECISION, AMIGO--NOT YOURS!

SAY THE WORD, MISTER, AND I'LL TEAR THIS BARGAIN-BASEMENT MONTALBAN TO RIBBONS!

NO!

ONE MORE OUTBURST FROM EITHER OF YOU, AND NEITHER WILL LIVE TO SEE THE SUNSET!

KRAVEN, YOU WERE HIRED TO HELP TARANTULA--AND WITH HIM, TAKE ONE MAN PRISONER. HE WILL BE WELL-PROTECTED AFTER YESTERDAY'S ESCAPADE--

--BUT THAT CANNOT CONCERN YOU!

OKAY, GIVE:

WHO'S THE VICTIM?

"SCHOOL CHANCELLOR RICHARD GORMAN--

"--AND YOU MUST TAKE HIM DEAD OR ALIVE!"

AND ON THAT PERPLEXING NOTE, WE'LL SWITCH SCENES TO FOREST HILLS, QUEENS--

--WHERE A CERTAIN HARRIED HERO MAKES A WEARY ARRIVAL ON THE ROOF OF A FAMILIAR APARTMENT COMPLEX:

AUNT MAY'S SURE HAD IT ROUGH LATELY, BUT I HAVE TO GIVE HER CREDIT--

SHE'S COME THROUGH LIKE A TROOPER!

IT SEEMS EVERY TIME SHE FEELS **HEALTHY** AGAIN, OLD **DOC OCTOPUS** SHOWS UP* LIKE THE PROVERBIAL **BAD PENNY.**

AH, **WELL--**

*AS IN **AMAZING SPIDER-MAN #156.**--G.

--THAT'S **ONE** PROBLEM I DIDN'T CAUSE HER BY BEING **SPIDER-MAN.**

OCTOPUS FOUND HER ALL BY **HIMSELF,** WHEN HE ONCE ANSWERED A **ROOM FOR RENT** AD.*

EXIT

* THE IMMORTAL **SPIDER-MAN #54.** --G.

ACTUALLY, **BECAUSE** I'M SPIDER-MAN, I'VE SAVED HER **LIFE** ONCE OR TWICE.

GUESS IT'S NOT SUCH A **BAD** CAREER AFTER ALL.

PT. 3

BING

BONG

PETER!

MY GOODNESS, YOU LOOK AS THOUGH YOU HAVEN'T EATEN IN **DAYS!**

COME IN, DEAR BOY--I'LL FIX YOU SOME **MILK** AND **COOKIES!**

WHAT A LADY. AFTER MY PARENTS DIED, SHE AND UNCLE BEN PRACTICALLY **RAISED** ME--

--AND THEN, WHEN UNCLE BEN WAS KILLED, SHE STOOD BY ME **ALONE.**

Y'KNOW, KID-- NOBODY IN THE **WORLD** MAKES CHOCOLATE CHIP COOKIES THE WAY YOU DO--

--AND THAT'S A **FACT!**

WHY, PETER-- WHAT A **SWEET** THING TO SAY--

--YOU SILLY BOY!

MAY PARKER! YOU NEVER TOLD ME YOU HAVE A **GENTLEMAN FRIEND--**

--AND SO **HANDSOME!**

ANNA WATSON, STOP YOUR **TEASING!**

YOU **KNOW** HOW EASILY PETER GETS **EMBARRASSED!**

NO, NO-- DON'T **STOP.** ESPECIALLY THAT PART ABOUT **"HANDSOME"!**

THE WAY YOUR **NIECE** IS TREATING ME THESE DAYS--

--I NEED ALL THE **EGO-BOOST** I CAN GET!

MARY JANE?

PETER--HAS SOMETHING **HAPPENED** BETWEEN YOU TWO?

ASK **HER,** MRS. WATSON. SHE'S THE ONE WHO--

NEVER MIND. I SHOULDN'T **COMPLAIN.**

AFTER ALL, IT'S PART **MY** FAULT, TOO.

WON'T YOU STAY FOR **LUNCH,** PETER?

I'LL MAKE YOUR FAVORITE **SANDWICH--?**

NO, I BETTER GET BACK TO **MANHATTAN.**

THANKS **ANYWAY,** AUNT MAY.

BYE...

ENOUGH ABOUT PETER PARKER; LET'S SEE WHAT KRAVEN IS UP TO--

NEW YORK CITY UNIVERSITY ADMINISTRATION BUILDING

--AS HE AND TARANTULA CREEP STEALTHILY ACROSS THE ROOF OF CHANCELLOR GORMAN'S ADMINISTRATION BUILDING, THEIR VOICES LOW AS THEY PREPARE TO STRIKE:

I ALWAYS THOUGHT YOU WERE WHAT THE AMERICANS CALL A "LONER"--

STOP BAITING ME, TARANTULA.

--AN HOMBRE, A MAN OF PRIDE. INSTEAD, YOU SELL YOURSELF LIKE SOME COMMON CAMPESINO!*

IF I HAD THE TIME, I'D DISMEMBER YOU--

*PEASANT.--GUESS WHO.

"--BUT FORTUNATELY FOR YOUR SOUTH AMERICAN HIDE, SOMEONE HAS DISCOVERED US: A GUARD!"

DITIONING CAUTION

SO FAST HIS SUN-BRONZED FIST IS A BLUR, KRAVEN WHIRLS AND GESTURES, SPEAKING NOT A WORD IN COMMAND--

--NEEDING NO WORDS, FOR THE UNDERSTANDING BETWEEN KRAVEN AND HIS CATS IS COMPLETE--

MADRE DE DIOS!

RAWRRR

--AND TERRIFYING!

IN THE SAME INSTANT THAT THE GUARD LIFTS HIS GUN TO FIRE, THE TIGERS LEAP, SLAMMING HIM OFF-BALANCE INTO THE BULKING SHED OF THE ROOFTOP AIR-CONDITIONING UNIT.

AND THOUGH HIS GUN DISCHARGES, THE GUARD HIMSELF DROPS UNCONSCIOUS TO THE GROUND--

--UNAWARE THAT HE'S ACCIDENTALLY ACTIVATED THE UNIT ABOVE HIM.

THEIR MISSION ACCOMPLISHED, THE TIGERS WITHDRAW, AND AS THEY DO--

--IN THE OFFICE OF RICHARD GORMAN, ONE STORY BELOW:

HARRUMPH! WHO DO THESE POLITICIANS THINK THEY ARE, ANYWAY?

FINANCIAL CRISIS, MY PH.D.! IT'S A PLOY--

--A GIMMICK TO TRICK THE EDUCATION DEPARTMENT INTO CUTTING BACK OUR BUDGET REQUEST!

WHIRR

THEY MUST THINK WE'RE--

EH? AIR-CONDITIONING --IN OCTOBER?

I DO BELIEVE IN **COMFORT** FOR THE CIVIL BUREAUCRACY, BUT THIS IS **ABSURD.**

I BETTER CALL THE **JANITORIAL** DEPARTMENT BEFORE SOME CRUSADING **REPORTER** LEARNS ABOUT--

CRASH!

YAAAH!

PUT THE PHONE DOWN, FAT MAN--

NOW!

OH MY LORD--

--IT'S THE MADMAN WHO KIDNAPPED **LANSKY**-- AND SOME **OTHER** COSTUMED LUNATIC!

MUST **GET AWAY**--

--**RUN!**

"RUN"?

BULBOUS BUFFOON, YOU SHOULD BE GRATEFUL YOUR ELEPHANTINE BODY CAN EVEN **MOVE!**

THERE, TARANTULA--

--PERHAPS **NOW** YOU UNDERSTAND--

--WHY KRAVEN IS NAMED--***THE HUNTER!***

SI, AMIGO--

--FOR YOUR **SKILL** AT CAPTURING **PLUMP OLD MEN!**

BAH!

I'VE HAD MY **FILL** OF YOUR TAUNTS, DANCER!

*"WHAT KRAVEN DOES, HE DOES BECAUSE IT SUITS HIS **PURPOSE.** I HAVE PLANS WHICH WOULD **CONFOUND** YOUR FEEBLE BRAIN, AND--**EH?**"*

IT'S THE **CHANCELOR!** HE'S BEING **KIDNAPPED!**

S-SIR-- THE AIR-CONDITIONER --I-I'M **FREEZING!**

FORGET THAT, MISTER! YOU KNOW YOUR **DUTY**-- **ATTACK!**

THAT GUARDIAN MUST THINK THIS IS **WAR.**

VERY WELL, THEN--

SMASH!

--I SHALL GIVE HIM A *TASTE* OF THE WAR I FOUGHT IN MY *HOME-LAND*--

--WHERE I WAS TRAINED TO BE MY GOVERNMENT'S *CAPTAIN AMERICA!*

ROOF

YOU'LL DO NOTHING OF THE *KIND,* FOOL.

WE HAVE A *SCHED-ULE* TO KEEP.

--AND THERE ARE *MANY* WAYS TO THWART OVEREAGER *POLICE!*

HA! WE'VE GOT 'EM *CORNERED,* BOYS!

ROOF

THAT ROOF'S A *DEAD END*--

--WITH NO OTHER BUILDING CLOSER'N A *HUNDRED FEET AWAY!*

UNLESS THEY'VE GOT A *HELICOPTER* UP THERE, THEY'RE *TRAPPED!*

UH--S-*SIR*--

WHO'S TRAPPED!

YYYUUUHH!

RRRRRR

RAAAWWR

YOU *SEE,* TARANTULA? SIMPLICITY *ITSELF.*

MY TIGERS WILL HOLD THOSE GUARDS AT BAY UNTIL WE'RE *GONE,* THEN SLIP AWAY THEMSELVES.

IN THE MEANTIME, WE WILL HAVE MADE OUR ESCAPE ON THIS *JUNGLE VINE.*

ADMIRABLE, KRAVEN. YOU MUST BE A *MASTER* AT FLEEING--

SI, YOU DO IT SO VERY *WELL.*

KRAVEN'S REPLY IS A GROWL. AND ON THAT NOTE--

-- WE MOMENTARILY BID OUR VILLAINS **ADIEU,** AND RETURN TO THE STAR OF THIS MAG, A NOW-FULLY-RESTED **PETER PARKER:**

BUGLE

THE DAILY BUGLE? I DON'T **KNOW,** PETE.

I **DO** NEED A JOB, BUT--

BUT YOU'RE WORRIED ABOUT **J. JONAH JAMESON,** RIGHT?

DON'T BE, GLORY!

JONAH'S GOT A **MEAN** REPUTATION AS THE WORLD'S NASTIEST PUBLISHER--

THIS I'VE GOT TO SEE.

--BUT UNDERNEATH THAT SANDPAPER EXTERIOR, HE'S A REAL **PUSSYCAT.**

LOOK--A JOB'S A JOB, **TRUE?**

IF YOU DON'T BELIEVE **ME** WHEN I SAY JONAH'S A REGULAR GUY--

--ASK **MR. ROBERTSON** HERE. HE'S BEEN THE BUGLE'S **CITY EDITOR** FOR YEARS.

TELL HER, ROBBIE.

GO ON... I **TELL** HER.

YOU'RE TOO LATE, PETER. JONAH HIRED ANOTHER NEW SECRETARY JUST **THIS MORNING,** AND--

WAAAAA...

AND THEN AGAIN, THERE'S ALWAYS THE CHANCE SOMETHING MIGHT **OPEN UP...**

SLAM!

OHHHH NO. NOT ON YOUR **LIFE.**

J. J. JAMESON

COME ON, GLORY, YOU'RE BEING **SILLY.**

JONAH'S NOT A **MONSTER.** HE WON'T **BITE** YOU-- **HONEST.**

PETER, YOU'RE MY **FRIEND!**

WHY ARE YOU **DOING** THIS TO ME?

J.J JAMESON

KNOCK KNOCK

YES? WHO IS IT?

MR. JAMESON, MEET YOUR NEW SECRETARY--**GLORIA GRANT.**

GO GET 'IM, GLORY.

HER

;SNARL!

WELL, MR. ROBERTSON-- WHAT DO YOU **THINK?**

WILL GLORY AND JONAH HIT IT OFF?

I WISH YOU HADN'T USED THAT **WORD,** PETER.

ANYWAY, WHAT DO **I** KNOW?

AS ALWAYS, JONAH IS **UNPREDICTABLE.**

STILL, SHE'S A **SMART KID,** AND MAYBE HE'LL--

UH-OH. THE DOOR'S **OPENING.** I HOPE GLORY ISN'T--

HUH?

PARKER, YOU'LL GET A RAISE FOR THIS, SOMEDAY.

MS. GRANT IS *CHARMING*, ABSOLUTELY *MARVELOUS*.

MR. JAMESON, YOU SAY THE *NICEST* THINGS.

CALL ME *JONAH*.

YOU MEAN YOU TWO *LIKE* EACH OTHER? GLORY'S *HIRED*?

YES TO BOTH QUESTIONS, PETER MY BOY, AND I OWE IT ALL TO *YOU*.

ME?

PETER--

--YOU HAVE MY GRATI-TUDE.

I DON'T BELIEVE IT, JONAH...ACTING LIKE A *HUMAN BEING*.

EITHER *HE'S* ILL--

--OR *WE* ARE!

GLORY-- HOW DID YOU *DO* IT?

YOU SAID IT *YOURSELF*, PETE.

MIIIIIAOW.

UNDER THAT SANDPAPER EXTERIOR, J. JONAH JAMESON IS ALL *PUSSY-CAT*.

SHORTLY, AS A BEWILDERED PETER PARKER DRIFTS THROUGH THE BUGLE'S LOBBY ON HIS WAY HOMEWARD...

WHAT?

BUGLE 4 HR. NEWS

THAT TV JONAH KEEPS HERE FOR CONTINUOUS *NEWS UPDATE*--

--*KIDNAPPED* BY TWO MEN IDENTIFIED AS *KRAVEN* AND THE *TARANTULA*.

LONG AN OPPO-NENT OF THE CURRENT CITY ADMINISTRATION, *CHANCELLOR GORMAN* IS BEST KNOWN FOR--

ANOTHER KIDNAPPING?

BUT--IT'S BEEN *TWO DAYS*, AND NO ONE'S RECEIVED A RANSOM NOTE FOR THE *FIRST* VICTIM, EDWARD LANSKY!

SOMETHING *WEIRD* IS GOING ON HERE, AND I'VE BEEN TOO BUSY WITH THE *KINGPIN* TO FIND OUT *WHAT*.

IT'S TIME TO *MOVE*--

--AS *SPIDER-MAN*!

AND, MINUTES LATER, AT THE SPRAWLING ADMINISTRATION COMPLEX HOUSING THE OFFICES OF CHANCELLOR GORMAN...

UH-OH!

SPIDER-SENSE TINGLING LIKE A PINBALL MACHINE ON *TILT*!

THERE'S *DANGER* HERE--

KRAVEN--

--AND HIS BENGAL TIGERS!

RRROAARR

I KNEW YOU'D COME HERE WHEN YOU HEARD OF THE CRIME, SPIDER-MAN!

SO I DOUBLED BACK --WAITED FOR YOU--

--AND NOW IT'S TIME FOR MY--

"--REVENGE!"

ON WHOM KRAVEN? YOUR TIGERS?

THEY'RE THE ONE'S GETTING HURT, FELLA --NOT ME!

RROARR

SCRUNCH

WHAT THE--? LION TRAPS!

YOU'RE MEAN, KRAVEN-- AS VICIOUS AND DEADLY AS THE LAST TIME WE FOUGHT! *

BUT I BEAT YOU THEN, CHUCKLES--

* BELIEVE IT OR NOT, WAY BACK IN SPIDER-MAN #111. --GER.

--AND I'LL SMASH YOU NOW!

YEAH-- PROVIDED THESE CATS DON'T SHRED ME FIRST!

THEY'RE FRESH AND RAGING--

--WHILE, EVEN AFTER A NIGHT'S SLEEP, I'M STILL WASTED FROM MY BATTLE WITH KINGPIN!

YOU'RE SLOWING, ARACHNID!

I CAN TELL YOU'RE TIRED--

--AND THAT'S GOING TO COST YOU YOUR LIFE!

KTANG!

HE COULD BE RIGHT! I CAN'T LET HIM CHASE ME AROUND CENTRAL PARK LIKE THIS--

RRO

HR

--BECAUSE IT KEEPS ME ON THE DEFENSIVE, GIVING HIM THE ADVANTAGE!

BUT--I'M TOO EXHAUSTED TO MAKE A STAND, AND TOO PROUD TO RUN!

MAYBE--IF I CAN TURN THE TABLES, USE HIS TRAPS AGAINST HIM--

SPRANGG!

--LIKE THIS--

--MAYBE-- I MAY JUST HAVE A CHANCE!

AT LEAST THE TIGERS ARE DOWN! NOW ALL I HAVE TO DO IS FACE KRAVEN ALONE--

--UHHHH--

--AND THAT MAY PROVE MORE DIFFICULT THAN I THOUGHT!

LEAPING FROM THE SHADOWS-- GRABBING ME WITH A BONE-CRUSHING BEARHUG--!

WHERE ARE YOUR TAUNTS NOW, WALL-CRAWLER?

WHERE ARE YOUR SMART REMARKS, YOUR SNAPPY COMEBACKS?

REMEMBER WHEN YOU LAST DEFEATED ME, THROUGH MY PAWN, THE GIBBON?*

REMEMBER HOW YOU MOCKED ME?

I DO, SPIDER-MAN--

*AGAIN, SPIDER-MAN #111--GERRY.

--AND NOW YOU'RE "GOING TO MAKE ME PAY", RIGHT?

I'VE HEARD THAT SONG BEFORE, KRAVEN.

FRANKLY, I'M BORED.

DO YOU IMAGINE ME SO PETTY I'D SEEK REVENGE FOR AN INSULT?

NOT TRUE, WEB-SPINNER!

MY HATRED IS BASED SOLELY ON FACTORS ECONOMIC!

SINCE OUR LAST ILL FATED ENCOUNTER, THE FEE FOR MY SERVICES HAS DROPPED--

--AS PUBLICLY AS POSSIBLE!

--AND I INTEND TO RAISE IT AGAIN BY KILLING YOU--

SPIDEY, YOU'VE GOT BIG TROUBLE!

AND, SPEAKING OF TROUBLE--

--LET'S TAKE A PEEK AT OUR FAVORITE SOUTH AMERICAN BANDITO, AS HE ARRIVES AT THE SAME GRAMMACY PARK TOWN-HOUSE WE'VE SEEN BEFORE--

--AND MAKES A SMALL DELIVERY.

YOU'RE LATE, TARANTULA--AND WHERE'S KRAVEN?

HE HAD SOME PRIVATE BUSINESS TO DISPOSE OF, SEÑOR--

--BUT HE HAS GRACIOUSLY ASKED ME TO ACCEPT HIS SHARE OF THE PAYMENT.

HERE. TAKE IT-- AND GET OUT.

SO, AMIGO, IF YOU PLEASE-- THE MONEY?

GRACIAS, AMIGO.

AS YOU WISH--ADIÓS.

EL LIDER IS A FOOL. BECAUSE HE KEEPS HIS FACE MASKED, HE THINKS HIS IDENTITY IS A SECRET.

BUT I HAVE HEARD HIS VOICE, AND I KNOW HIS SECRET!

THERE ARE MEN WHO WILL PAY FOR SUCH INFORMATION--

--AND I AM A MAN WHO WILL--

YAAHH

THE MONEY-- --EXPLODING--!

FOOM!

GASSSSSS!

MY APOLOGIES, "AMIGO"... BUT AS YOU NO DOUBT WERE AWARE...

...YOU SIMPLY KNOW TOO MUCH.

MEANWHILE, BACK AT THE BATTLE...

GOOD! I'VE MANAGED TO GET KRAVEN AWAY FROM THE PARK, OUT OF HIS ELEMENT--

--SO THAT'S ONE SCORE IN MY FAVOR!

QUESTION IS--WHAT NOW?

PLAYIN RUN

MAN, THIS IS BETTER THAN SATURDAY NIGHT LIVE!

SURE. LIKE THE JERK DONE UP IN A LIZARD SUIT FOR "GODZILLA VS. MEGALON"!

THOSE TWO GUYS ARE DRESSED UP LIKE KRAVEN AND SPIDER-MAN!

IT MUST BE A MOVIE PROMOTION.

WONDER WHO'S SUPPOSED TO WIN?

WHO ELSE? IT'S GOTTA BE SPIDER-MAN!

WOULDN'T CARE TO BET ON THAT WOULDYA, KID?

POWW

WITH ONE STROKE, I'LL REGAIN MY REPUTATION--AND END YOUR MISERABLE LIFE FOREVER!

ONCE MORE, KRAVEN WILL BE A NAME TO STIR FEAR IN A MAN'S BREAST!

ONCE MORE-- KRAVEN IS THE HUNTER!

HE'S SERIOUS!

GOING TO KILL ME--!

AT TIMES LIKE THIS, A GUY'S *WHOLE LIFE* IS SUPPOSED TO FLASH BEFORE HIS EYES--

--BUT ALL *I* CAN SEE IS MY *AUNT MAY*-- AND *MARY JANE!*

IF *SPIDER-MAN* DIES, SO DOES *PETER PARKER*--

--AND PETER PARKER HAS PEOPLE WHO *CARE* ABOUT HIM, AND PEOPLE *HE* CARES ABOUT!

WHAT'LL HAPPEN TO AUNT MAY, WHEN SHE LEARNS THAT HER FRAIL NEPHEW WAS A WALL-CRAWLING *WACKO?*

THE SHOCK MIGHT *KILL* HER, AND EVEN IF IT DIDN'T--THE REST OF HER LIFE WOULD BE A *NIGHT-MARE!*

NO! THERE'S MORE THAN JUST *MY* LIFE AT STAKE!

FACE IT, PARKER--

--YOU DON'T HAVE A *RIGHT* TO DIE!

AND--IF YOU MANAGE YOUR *NEXT MOVE* PROPERLY--

--YOU MIGHT *NOT HAVE TO!*

NOW, SPIDER-MAN-- DIE!

DIE!

WHAT-- DODGING AWAY--?

FOOL! WHAT GOOD WILL THAT DO--

TINK

--YYYYYOOOOOUUUUU

ZZZZAAA

THE SPECTACULAR SPIDERMAN

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PETER PARKER, THE SPECTACULAR SPIDER-MAN

ENTER: LIGHTMASTER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

JIM SHOOTER WRITER / SAL BUSCEMA PENCILLER / M. ESPOSITO INKER / G. CONWAY PLOT / JOE ROSEN LETTERER / G. WEIN COLORIST / ARCHIE GOODWIN EDITOR

HIS LITHE FIGURE IS SOME **THREE HUNDRED FEET** IN THE AIR, ARCING GRACEFULLY BETWEEN BUILDINGS ON THIN STRANDS OF **WEBBING**. HE IS NO **STRANGER** TO **GRIEF** AND **HARD TIMES**, AND, **TODAY** HAS HELD MORE THAN ITS SHARE OF **FRUSTRATIONS**--BUT FOR **THIS MOMENT**, HE IS LOST IN **SHEER EXHILARATION**--A MAN IN HIS **ELEMENT!**

MAN, I **KNOW** THIS FEELING CAN'T **LAST**--

--BUT I WOULDN'T TRADE IT FOR A TRUCKLOAD OF **DYNA-MINTS!**

...AND THERE WAS LIGHTMASTER!

UH-OH! I *KNEW* IT! JUST WHEN I WAS ENJOYING THE *AIR* AND THE *VIEW*--

--SOMETHING *UGLY* POPS UP THAT *DEMANDS* THE ATTENTION OF A FRIENDLY NEIGHBOR-HOOD *SPIDER-MAN!*

LIKE I *TOLJA*, GRAMPS, YA CAN'T CROSS OUR TURF WIT' OUT YA PAY DA *SIDEWALK TAX!*

NO HURT... PLEASE LEAVE ME BE... NO GOT MONEY...

HEY, ARCH! DIS FOREIGNER, HE DON'T *TALK* SO GOOD! HIS *MOUTH* NEEDS FIXED!

SO IT *GETS* FIXED, STU ... *NOW*--

UHHH!

W-WHAT HAPPENED TO *ARCH*? ALLA SUDDEN HE KEELED RIGHT *OVER!*

SUM'PIN HIT HIM! SO *FAST* IT WAS A *BLUR!*

GUYS... LOOKIT!

YEAH... "LOOKIT," GUYS! *I'M* "DIFFERNT" THAN "YOUSE," TOO!

AND FOR *THAT* I THANK MY LUCKY *STARS.*

S-SPIDER-MAN!

RIGHT. THERE'S ONE *OTHER* THING YOU NEED TO KNOW--

-- I'M *ANGRY!* AND THAT'S *BAD*, *BAD NEWS* FOR BOZOS LIKE *YOU!*

HE'LL *KILL* US! *RUN!*

SO--YOU CREEPS *AREN'T* QUITE AS DUMB AS YOU *LOOK!*

TOO BAD! YOU *DESERVE* SOME LUMPS!

RELAX, OLD TIMER. I DON'T THINK THOSE PUNKS WILL BE BACK-- AND, NO, *I'M* NOT GOING TO HURT YOU!

N-NO--NO HURT?

NAH! GUESS I'LL GO STEAL *CANDY* FROM *ORPHANS*, INSTEAD!

OH, MY *GOODNESS!* MR. YUSCHEK! ARE YOU ALL *RIGHT?*

IT'S A GOOD THING I CAME *ALONG!* THERE'S NO TELLING *WHAT* THAT AWFUL SPIDER-MAN WOULD HAVE DONE TO YOU! WHY, HE--

NO. GOOD MAN!

RATS! IT NEVER FAILS! THAT OLD MAN WAS MORE AFRAID OF *ME* THAN THOSE HOODS!

WELL, *THAT* SURE BROUGHT ME DOWN QUICK!

SO, THE OLD PETER PARKER LUCK IS RUNNING TRUE TO FORM!

I'D JUST ABOUT *FORGOTTEN* THAT I WASTED THE WHOLE *DAY* LOOKING FOR THE *TARANTULA* AND THE TWO MEN HE *KIDNAPPED** -- AND TURNED UP A BIG FAT *ZERO!*

NO CLUES AT *ALL* YET! NOT EVEN A *RANSOM NOTE* FOR GORMAN AND LANSKY!

THE PIECES OF THIS PUZZLE JUST DON'T WANT TO *FIT!*

*AS SHOWN IN ISSUES 1&2--ARCH.

MEANWHILE, IN A BARE STOREROOM OF AN OTHERWISE POSH GRAMERCY PARK TOWNHOUSE...

SO, CHANCELLOR GORMAN! YOU AWAKEN-- AND ARE SURPRISED TO SEE YOUR KIDNAPPER BOUND BESIDE YOU, EH?

NOT FOR LONG, AMIGO.

MY RAZOR-SHARP TOE-SPIKES WILL FREE ME--

--ASÍ!

NO DOUBT YOU WONDER WHAT HAS BECOME OF THE VICE-CHANCELLOR OF YOUR UNIVERSITY-- SEÑOR LANSKY! YOU FEAR HE IS DEAD, NO?

YOU ARE A FOOL!

JUST AS EL LIDER IS A FOOL FOR DOUBLE-CROSSING THE TARANTULA!

UMPHH

URRF

THE DRUG ON MY SPIKE WILL PUT YOU BACK TO SLEEP, PUERCO-- AND KEEP YOU QUIET--!

URRMFF

--UNTIL I HAVE DEALT WITH MY TREACHEROUS FORMER EMPLOYER!

I COULD RUIN HIM BY SIMPLY REVEALING HIS ILL-KEPT SECRET!

BUT SUCH IS NOT THE WAY OF THE TARANTULA!

EL LIDER MUST DIE!

NOT LIKELY, YOU POMPOUS BUFFOON!

MADRE DIOS! THE LIGHT! IT BLINDS ME!

I KNEW YOU'D BREAK FREE! I WAS WAITING FOR YOU CLOWN--!

--WAITING TO TEST MY POWER AGAINST YOU!

LIDER! I RECOGNIZE YOUR VOICE! THIS TRICK WILL NOT SAVE YOU! I WILL FIND YOU!

YOU WILL FIND DEFEAT, "AMIGO"!

UHHH!

FOR I AM NO LONGER "EL LIDER"!

I AM -- LIGHTMASTER!

AND THE TIME HAS COME TO TAKE MATTERS INTO MY OWN HANDS!

YOU ARE THE FIRST TO FEEL THE SHATTERING FORCE OF SOLID LIGHT! THERE WILL BE OTHERS!

EH? GORMAN -- STILL CONSCIOUS!

THE DRUG ON TARANTULA'S SPIKES MUST HAVE BEEN USED UP!

PERHAPS, THEN, YOU TOO HAVE HEARD MY VOICE ENOUGH TO GUESS WHO I AM!

TOO BAD! I WILL EVENTUALLY HAVE TO KILL YOU, CHANCELLOR!

FOR NOW, THIS DIFFUSE LIGHT-BURST WILL KNOCK YOU OUT--

-- WHILE I BEGIN THE FINAL STAGES OF MY PLAN!

I WILL SOON HAVE GREAT WEALTH AND POWER -- AND NEVER AGAIN BE SECOND TO ANY MAN!

LATER, IN THE SOMEWHAT UNGLAMOROUS NEIGHBORHOOD KNOWN AS CHELSEA...

BE IT EVER SO HUMBLE--

--AND MAN IS THIS PLACE HUMBLE--

--THERE'S NO PLACE LIKE HOME!

DOG-TIRED! CAN'T WAIT TO HIT THE--HEY! WHAT'S THAT SOUND?

MUSIC! FROM MY APARTMENT?!

OH,NO!

FLASH AND GLORY! LOOKS LIKE THEY MADE THEMSELVES RIGHT AT HOME.

I KEEP FORGETTING TO LOCK THE DOOR--

--ESPECIALLY WHEN I GO OUT THE WINDOW!

THINK PETE'LL EVER WAKE UP, FLASH?

MAYBE THIS ONE WILL DO IT!

MUSIC

Elton John

SOUNDS LIKE THEY THINK I'M SACKED OUT--SO I GUESS I'LL PLAY IT THAT WAY!

IF I CAN SNEAK BY THEM!

AND IF I CAN'T, I'D BETTER TURN IN MY WEBS!

TURN IT UP A NOTCH, GLORY HE CAN'T BE THAT TIRED!

....

OH, YES I CAN! BROTH-ER, CAN I BE TIRED!

IF YOU'D EVER SWUNG ON A WEB ALL DAY, FLASH OLD KID--!

OH, WELL... GUESS I STILL HAVE ENOUGH STAMINA TO PLAY MR. PERFECT HOST--

--PROVIDING FLASH DOESN'T START ON HIS OLD WAR STORIES AGAIN!

IF HE SO MUCH AS MENTIONS 'NAM, I'LL DRIFT RIGHT OFF!

HO-HUM, SOMEBODY OUT THERE?

FLASH! GLORY! I THOUGHT I WAS *DREAMING* I WAS HEARING MUSIC! HOW LONG HAVE YOU TWO BEEN HERE?

ALMOST HALF AN HOUR! WELCOME BACK TO THE LAND OF THE LIVING!

HI, PETE! I JUST DROPPED BY! THERE WAS NO ANSWER AT YOUR DOOR, NATCH--THERE ALMOST *NEVER* IS --

-- BUT YOUR FRIENDLY NEIGHBOR AND I STARTED CHATTING AND DECIDED TO SIT ON YOUR FLOOR AND PLAY *RECORDS* TILL YOU SHOWED YOUR FACE!

TO MAKE UP FOR THE WEAR 'N TEAR, HOW'S ABOUT I TAKE US ALL TO *DINNER*?

IT SUDDENLY *OCCURS* TO ME I HAVEN'T *EATEN* ALL DAY! NO WONDER I'M SO BURNT OUT!

UH, SURE! JUST LET ME GET DRESSED!

GREAT!

SOON...

I'VE HEARD ABOUT THIS PLACE! BEEN MEANING TO TRY IT!

YEAH, I'VE NEVER BEEN HERE BEFORE, BUT I HEAR THE FOOD'S TERRIFIC!

I'M SO HUNGRY *ANY* FOOD WOULD BE TERRIFIC!

I KNOW WHAT YOU *MEAN*, GLORY! SINCE IT'S ON *FLASH* I'M CONSIDERING ORDERING *TWO* OF *EVERYTHING*!

TABLE FOR THREE, PLEASE, MISS, AND -UH-

THAT... WAITRESS!

NO... IT CAN'T BE WHO... I THINK...

SHA SHAN! IT IS YOU!

OH-H! FLASH!

SHA SHAN... IT'S BEEN SO *LONG* SINCE--

WHERE DID YOU *GO*? WHY--?

NO... NO! PLEASE... DON'T...

PLEASE... *LEAVE ME ALONE!*

SHA SHAN! WAIT! I--

YOU *CAN'T* JUST--

EASY, FLASH! GET *AHOLD* OF YOUR-SELF!

SHA SHAN... DON'T LEAVE AGAIN! SHA SHAN...

I'VE NEVER *SEEN* HIM THIS *RATTLED* BEFORE!

CALM DOWN, FLASH! IT'LL BE *OKAY,* MAN!

EEF YOU GENTLEMAAN ARE *FEENISHED* DISRUPTING MY RASTURANT, WOULD YOU BE SO *KIND* AS TO *GET OUT!?*

SORRY.

UH, YEAH. WE WERE JUST LEAVING.

AND OUTSIDE...

FLASH! WHERE ARE YOU *GOING?*

LISTEN, IF YOU WANT TO *TALK* ABOUT IT, LET'S--

NO.

JUST-- JUST WANT TO WALK...

... AND THINK.

ALONE.

I... FEEL SO *BAD* FOR HIM.

I--I'M NOT EVEN SURE JUST WHAT IT WAS ALL ABOUT IN THERE... BUT I KNOW IT *HURT* HIM ... *BAD!*

UHH, I HAVE TO *RUN* NOW, GLORY. I JUST *REMEMBERED* SOMETHING!

PETE, DO YOU--*PETE?*

WE'LL, UH, TALK *LATER,* OKAY?

SOON...

I HATED TO RUN OUT ON POOR **GLORY**, BUT I **THOUGHT** I NOTICED A STRANGE, FLASHING **LIGHT** IN A **CITY HALL WINDOW!**

LUCKY I WAS IN THE NEIGHBORHOOD--

--'CAUSE SINCE THE RECENT **MURDER ATTEMPT** ON THE **MAYOR**,* FUNNY GOINGS-ON AT CITY HALL ARE REASON FOR **CONCERN!**

I DON'T **HEAR** ANY-THING--OR **SEE** ANY-THING YET--

*P.P.T.S.S. #2--ARCHIE.

BUT NOW THAT I'M **CLOSER**, MY **SPIDER-SENSE** TELLS ME THERE **IS** DANGER HERE!

HMM... **THIS** WAY!

THERE IT IS **AGAIN!** THAT FLASHING **LIGHT** -- LIKE **SILENT LIGHTNING!**

WHATEVER IT IS, I'D BETTER **APPROACH** WITH **CAUTION!** MY SPIDER-SENSE IS GOING **BAZOONIES!**

--THOUGHT YOU COULD **LIE** TO ME--

WHAT IN--! SOME **NUT**-- **GIFT-WRAPPED** FOR **CHRISTMAS!**

BUT--THAT'S **CITY-CONTROLLER GOLDIN** LYING IN FRONT OF HIM!

--BUT I KNEW BETTER THAN TO BELIEVE YOUR "FISCAL CRISIS!"

EH? SPIDER-MAN!

DIE!

CARELESS! HE SAW ME!

EEYOW! THAT WAS CLOSE! WHATEVER IT WAS!

YOU HAVE INTERFERED WITH MY PLANS BEFORE--BUT THIS TIME--

--YOU WILL DIE!

NOPE! AND YOU MUST HAVE ME CONFUSED WITH SOME OTHER PLAN-FOILING WALL-CRAWLER, PAL!

I NEVER LAID A WEB ON YOU BEFORE!

YOU NEVER WILL, FOOL!

I CAN SLICE YOUR WEBBING WITH AN IRRESISTABLE AXE OF SOLID LIGHT!

JUST AS EASILY, I CAN CRUSH YOU!

THIS GLARE IS GETTING TO ME! CAN'T SEE-- RELYING ON SPIDER-SENSE ALONE!

GOT TO DIVE AT HIM! NAIL HIM BEFORE--

WHUFF!

IDIOT! NO ONE CAN MOVE FASTER THAN LIGHT!

FEEL THE SHATTERING POWER OF--LIGHTMASTER!

LIGHT BLAST... TOO FAST. COULDN'T... DODGE...

UHH-H! GOT TO STAY CONSCIOUS. LONG... WAY... DOWN...

CRASH

THERE'S ...GOT TO BE... A LEDGE! PLEASE...

AHH!

SPLIT SECONDS LATER...

LIGHT-MASTER'S TAKING OFF WITH GOLDIN!

GOT TO LAND A SPIDER-TRACER ON HIM!

BUT...

IT-IT BOUNCED OFF!

MY WHOLE BODY HURTS! STILL HAVE FLASHBULBS GOING OFF INSIDE MY EYEBALLS.

GOT CLEAN AWAY! COULDN'T EVEN... SLOW HIM DOWN!

HEY! LOOK UP THERE! PERCHED ON THE LEDGE

SPIDER-MAN!

I HOPE DA BUM JUMPS!

YEAH! GOWAN AN' JUMP, CLOWN!

IS THAT MENACE STILL LOOSE?

JUMP! JUMP! JUMP!

YEAH... MERRY CHRISTMAS TO YOU, TOO!

BUT IF IT'S OKAY, I'D RATHER JUST GO HOME!

AFTER A SOMEWHAT PAINFUL JOURNEY HOME AND A RESTLESS NIGHT, THE MORNING FINDS PETER PARKER IN THE OFFICE OF JOE ROBERTSON...

WHY THE SHADES, PETE? HURT YOUR EYES?

NO, UH, MINOR INFECTION! BUT I NEED SOME ADVICE, ROBBIE!

I'VE DEVELOPED AN INTEREST IN THE KIDNAPPINGS OF GORDON, LANSKY AND GOLDIN--AND THE ATTACK ON THE MAYOR!

BUT...HOW DO YOU INVESTIGATE A CASE LIKE THAT? WHERE DO YOU START?

YOU THINK THEY'RE TIED TOGETHER, HUH? WELL ANY JOURNALIST WILL TELL YOU TO START BY FINDING OUT EVERYTHING YOU CAN ABOUT THE PRINCIPALS OF A CASE!

C'MON WITH ME!

EVERY BIG PAPER KEEPS UP-TO-DATE OBITUARIES ON FILE FOR BIGWIGS AND PUBLIC OFFICALS!

FILE ROOM

LET'S CHECK OUT YOUR KIDNAP VICTIMS!

HERE! HERE'S ONE! I'LL DIG OUT THE OTHERS WHILE YOU READ!

SURE!

NO! WAIT! THIS COULD BE WHAT I'M LOOKING FOR!

IN ONE GLANCE AT ONE FILE?

THANKS, ROBBIE! THANKS A LOT! SEE YA SOON!

I...HOPE!

YEAH... RIGHT. ANYTIME, PETE!

AND, UH, TAKE CARE OF THOSE EYES!

SOON...

GRAMERCY PARK! AND THERE'S THE ADDRESS-- THAT TOWNHOUSE!

I STILL CAN'T BELIEVE IT, THOUGH. GUESS I DON'T WANT TO!

ANYWAY, IN A MINUTE I'LL KNOW FOR *SURE!*

I WORE MY *SUNGLASSES* ALL DAY TO *REST* MY EYES, LET THEM *RECOVER* FROM LAST NIGHT--

-- AND *THIS* TIME, THESE DARK, SMOKED *FILTERS* I'VE ADDED TO MY MASK-LENSES WILL *PREVENT* LIGHTMASTER FROM BLINDING ME!

AT LEAST, THAT'S THE *THEORY.*

WELL, HERE GOES!

GOOD *EVENING, DR. LANSKY!*

SPIDER-MAN!

YEAH. THOUGHT I'D DROP IN TO ASK WHY YOU GAVE UP BEING A *PHYSICS PROF* SPECIALIZING IN *LIGHT PHENOMENA* TO GO INTO *SCHOOL ADMINISTRATION.*

AND KIDNAPPING.

SO-- YOU FIGURED IT *OUT!*

BAH! I *KNEW* EVENTUALLY SOMEONE WOULD GUESS *I* WAS *LIGHTMASTER!*

BUT THINGS WERE GOING TOO SLOWLY USING *PAWNS!* I *HAD* TO *ACT!*

IT WAS ALL FOR THE *COLLEGE!* I INTENDED TO GET RID OF THAT IDIOT GORMAN AND THE CORRUPT CITY OFFICIALS WHO WERE DENYING US *FUNDS* TO *OPERATE!*

AND I *WILL!* BUT FIRST--

YOW! CLOSE!

--I'M GOING TO *KILL* YOU!

BUT AT LEAST MY *FILTERS* ARE *WORKING!*

KA-BLAM

I THINK HE'S *SERIOUS!* HE MUST HAVE THAT GIZMO ON *FULL POWER!*

SO *I* BETTER TAKE THE OPPORTUNITY TO HEAD FOR *WIDE-OPEN SPACES--*

--WHERE MY *SPEED* IS MORE EFFECTIVE!

COWARD! YOU WON'T ESCAPE ME!

GORMAN, YOU *PIG*--AND *YOU*, *GOLDIN!* SNIVELLING *FOOL!* I HAVE *DECIDED* TO *KILL* YOU!

BUT I'M GOING TO SQUASH THAT BLASTED INSECT *FIRST*--TO GIVE YOU TIME TO *THINK* ABOUT DEATH!

:AMMPH:

THERE IS NOWHERE HE CAN *FLEE* FROM ONE WHO HAS HARNESSED *LIGHT ENERGY* TO PROPEL HIM-SELF THRU THE AIR!

LESEE, LANSKY--I SUPPOSE YOU WOULD HAVE EVENTUALLY "ESCAPED" YOUR "KIDNAPPERS", HUH?

AND WITH *GORMAN* STILL MISSING YOU'D HAVE BEEN *ACTING CHANCELLOR.*

AND WITH THE "*CORRUPT OFFICIALS*" GONE--

EEYOW!

--YOU COULD HAVE "SET THINGS RIGHT" AT CITY COLLEGE--

--AND DONE SOME *DISCREET GRAND LARCENY* ON THE SIDE WITH YOUR *LIGHT TRICKS* TO *FINANCE* EVERYTHING-- *AND* TO KEEP YOURSELF *COMFY!*

THINK YOU'RE *CLEVER!*

I INTENDED TO *DONATE* MOST OF MY LOOT ANONYMOUSLY TO THE *SCHOOL!*

I WOULD HAVE BEEN A *GOOD* CHANCELLOR! *BETTER* THAN GORMAN!

BUT I DON'T *CARE* ABOUT BEING A PETTY *CHANCELLOR* NOW! I'VE GOT MORE *POWER* THAN I DREAMED POSSIBLE! I AM *INVINCIBLE!* I AM ***LIGHT MASTER!***

WHEW! JUST MISSED!

BUT SINCE I GOADED HIM INTO OPENING HIS *YAP* HE'S GOTTEN *CARELESS* NOW IT'S *MY* TURN!

CAPITOL THEATRE

CHEVROLET

PEPSI COLA

WHAM!

WHA--UFF!

NO GOOD! CAN'T HIT HIM *HARD* ENOUGH TO KNOCK HIM OUT UP HERE IN THE AIR!

WOM

THAT SUIT MUST BE *THICK* AND *INSULATED!*

GUESS I BETTER DUCK BEHIND THAT *THEATER MARQUEE* AND TRY TO--

HEY!

PALACE

HMM! I DO BELIEVE I HAVE MYSELF AN *IDEA!*

BETTER *WAIT* A SEC --MAKE *SURE* HE SEES WHERE I GO!

AND INSIDE THE BUILDING...

CAN'T MATCH LANSKY'S SHEER *POWER!* SOONER OR LATER HE'LL *NAIL* ME!

GOT A PULL A *FAST ONE* ON HIM --OR I MAY HAVE WIGGLED MY LAST WEB RIGHT HERE IN THIS THEATER!

LANSKY'S STILL *FOLLOWING* ME! GOOD!

I MAY NOT BE THE *PHYSICIST* HE IS--

-- BUT *I'M* NOT EXACTLY A *DUMMY* EITHER!

DANGER
HIGH VOLTAG

AH! *THIS* IS WHAT I WAS LOOKING FOR!

MAIN SWITCH

THERE YOU ARE INSECT! *CORNERED!*

GOOD OLD *BOOKWORM!* THAT HE *IS*, *PETER PARKER* EVEN *READ* ONE OF DR. LANSKY'S THEORETICAL *TREATISES*--

--AND I CLEARLY RECALL ONE IMPORTANT FACT ABOUT THE THEORETICAL NATURE OF SOLID LIGHT--

--IT'S A CONDUCTOR!

DIE--!

MAIN SWITCH

-I-I-I-E-EE!

BZZZ

ZZTT

AT THAT MOMENT, OUTSIDE...

Coca Cola

HEY! T-THE LIGHTS WENT OUT!

IT'S LIKE SOMETHING SHORTED OUT THE WHOLE CITY!

B-BUT WHAT?

THAT DID IT!

FUNNY--LANSKY'S FORMER CATSPAW, KRAVEN THE HUNTER, ELECTRO-SHOCKED HIMSELF WHILE FIGHTING ME A COUPLE DAYS AGO*--AND THAT'S WHAT GAVE ME THE IDEA TO LURE LANSKY HERE!

P.P.#2 --ARCH.

LATER...

LANSKY'S STILL ALIVE! I FIGURED HIS SUIT WOULD TAKE THE BRUNT OF THAT SHOCK!

WELL, OL' SPIDEY FINALLY WON ONE--EVEN THOUGH IT TOOK PETER PARKER'S BRAIN TO PULL IT OUT

SO HOW COME IF PETE'S SO SMART THINGS NEVER SEEM TO GO RIGHT FOR HIM?

NEXT ISSUE: THE VULTURE!

NUFF SAID

THE SPECTACULAR SPIDERMAN

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PETER PARKER THE SPECTACULAR SPIDER-MAN™

THE VULTURE IS A BIRD OF PREY!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

STAN LEE PRESENTS: THE SPECTACULAR SPIDER-MAN!

ARCHIE GOODWIN / WRITER / EDITOR | SAL BUSCEMA / PENCILER | MIKE ESPOSITO / INKER | KAREN MANTLO / LETTERER | COHEN & SEV / COLORIST

THE VULTURE IS A BIRD of PREY!

DAILY BUGLE
SPIDERMAN
ERO OR MENACE
NO! F'R CRIPES' SAKE... GIMME A BREAK!
THE STREETS OF MID-MANHATTAN'S WEST SIDE ARE NORMALLY SILENT AT THREE IN THE MORNING.
BUT THEN, NORMALLY JOE KNUCKLES ISN'T RACING ALONG THEM, HEART POUNDING IN FEAR.
JOE IS AN EXTORTIONIST, PROFESSIONAL MUSCLE. IT'S HIS JOB TO INSTILL FEAR, NOT SUFFER FROM IT HIMSELF...

...AND JUST NOW, JOE DESPERATELY WISHES HE WAS IN SOME OTHER BUSINESS ENTIRELY...

LISTEN! IT'S ALL A DUMB MISTAKE! I DIDN'T KNOW WHO YA WERE!

I WUZ JUST DOING WHAT I'M PAID TO... JUST FOLLOWIN' ORDERS!

AND I AM JUST FOLLOWING INSTINCT.

THE VULTURE'S INSTINCT--

--TO STRIKE WHEN HIS PREY CAN FIGHT OR FLEE NO MORE!

N-NO... PLEASE!

WHATTA YA GONNA DO WITH ME? W-WHAT?!

THE VULTURE DOES NOT SAY, BUT HIS GREAT WINGS CLEAVE THE WINTER AIR, SWIFTLY CARRYING THE SCREAMING HOOD OVER CITY ROOFTOPS...

...DISTURBING ONLY A FEW IN PASSING.

H-HUH...?

LIKE FOR INSTANCE, THIS STARTLED EX-SLEEPER ...PETER PARKER.

COULD'VE SWORN I HEARD SHOUTS.

HAD TO BE LOUD ONES TO PENETRATE THE HEAVY SNOOZIN' I WAS INTO...

...BUT THE STREET'S COMPLETELY DESERTED. FACE IT, PARKER... YOU'RE A CASE!

LIFE DOESN'T GIVE YOU ENOUGH TROUBLE... YOU'VE GOT TO DREAM IT UP.

AND CATCH PNEUMONIA HANGING OUT OPEN WINDOWS WHILE YOU DO IT!

OKAY! BACK TO BED BEFORE THE PARANOIDS GET YOU!

GOT AN EARLY CLASS TOMORROW ANYWAY...

...AND AFTER MY TUSSLE WITH STEGRON AND THE LIZARD*, I NEED ANY REST I CAN GRAB!

*AS PRESENTED IN AMAZING SPIDER-MAN #166--ARCH.

BUT OTHERS AREN'T QUITE SO READY TO REST...

NOW, MY PROTESTING FRIEND... YOU WISH TO KNOW WHAT I INTEND FOR YOU?

I MEAN TO SHOW MY UTTER CONTEMPT FOR ONE SO STUPID--

--THAT HE WOULD ATTEMPT TO STRONGARM THE VULTURE INTO PAYING PROTECTION!

A PROPER FOE I MIGHT SLAY. YOU I TOTALLY DISMISS--

...TO THE GARBAGE-STREWN WATERS OF THE HUDSON!

PLAASH!

SHOCK AND ICY COLD MOMENTARILY PARALYZE JOE KNUCKLES...UNTIL SELF-PRESERVATION PROVES STRONGER...

...SO THAT DAYLIGHT FINDS HIM MAKING A REPORT...

T-T-THOUGHT HE WUZ JUST SOME OLD G-G-GEEZER RUNNIN' A *FIX-IT SHOP*...

W-W-WHEN HE REFUSED TA *PAY OFF*, I F-F-FIGURED TO FIX *HIM* LAST NIGHT.

HOW CAN WE TAKE OVER THE DOWNTOWN RACKETS, BOSS, IF THE *VULTURE'S* FEATHERIN' HIS NEST HERE?

BY NOT MAKING ANYMORE *STUPID BLUNDERS*, MY MAN. WITH *KINGPIN* AND *HAMMERHEAD* OUT OF THE PICTURES, ALL OF *MANHATTAN* IS UP FOR GRABS.

WHY NOT MAKE THAT BIRD AN *ALLY* IN OUR MOVE FROM *HARLEM* TO TAKE THE WHOLE *ENCHILADA*?

DEAL NOW, DOUBLE CROSS LATER. *THAT'S* MR. MORGAN'S STYLE!

AND IF THE GANGSTER CHIEF* IS AT HIS BRUTAL BUSINESS BRIGHT AND *EARLY*...OTHERS ARE *NOT*.

HOO BOY! DOESN'T *FEEL* LIKE I SLEPT AT ALL...

*MORGAN LAST APPEARED IN CAPT. AMERICA #183:--ARCH.

MAYBE I CAN SNATCH A COUPLE OF EXTRA Z's BEFORE...

KA-RIPES!

MUST'VE SHUT OFF THE ALARM *EARLIER* AND GONE BACK TO *SLEEP*!

GOT LESS THAN A *MINUTE* TO CATCH MY *BUS*!

PETER PARKER DOESN'T HAVE A *PRAYER* OF REACHING IT ON TIME--

-- BUT *SPIDER-MAN* MIGHT JUST COME THROUGH!

FWIP!

THOUGH WITH MY LUCK, MY *WEBBING SACK* WILL BREAK AND THE WIND'LL SCATTER MY STREET CLOTHES FROM *HERE* TO *NEW JERSEY*!

WRONG, WORRY WORT! AND YOU'RE RIGHT ON SCHED-ULE FOR YOUR TRANSPORTATION, TOO!

GEE, IT'S ONE OF THE NEW DOUBLE-DECKERS!

NOT ONLY WILL I BE GETTING TO CLASS ON TIME FOR A CHANGE--

--BUT I'LL BE DOING IT IN STYLE.

THUMP

I'LL ALSO BE FREEZING--

--BUT WHAT THE HECK! WHY COMPLAIN WHEN I'LL BE RIDING THE BEST AND THE BRIGHTEST THE METROPOLITAN TRANSIT AUTHORITY HAS TO--

WUNK!

:UNGHH!:

WELCOME BACK TO REALITY HERO... !

SPLOT!

WHERE THE BEST AND THE BRIGHTEST CAN ALSO BE...

...TOO TALL!

HEY!

YA WANNA PLAY IN THE SNOW... GO TA CENTRAL PARK, FANCY BRITCHES!

I CAN'T EARN A LIVIN' WITH YOU MEDITATIN' IN TRAFFIC!

AND SINCE EVEN SUPER-HEROES WITHER UNDER THE AWESOME INVECTIVE POWER OF NEW YORK CABBIES, WE'LL MERCIFULLY LEAVE SPIDEY FOR A LOOK ELSEWHERE...

THAT'S THE PLACE, MR. MORGAN! I MEAN, WHO'D EXPECT TA FIND A BIG-TIME SUPER-VILLAIN HIDIN' OUT THERE?

ANY DUDE WHO MAKES IT HIS BUSI-NESS TO KNOW THE NEIGHBORHOOD, KNUCKLES.

I BELIEVE THAT'S WHY I TOOK YOU INTO MY ORGANIZATION.

REPAIR SHOP

FORTUNATELY, I'LL BE ABLE TO USE THE VULTURE TO OFF-SET--

--EMPLOYEES OF YOUR CALIBER.

SOON... THE BELL ON THE DOOR JANGLES.

WHEN I WANT TO VISIT, LOCKS DON'T MEAN MUCH TO MY BOYS.

THIS PLACE IS CLOSED. EVEN IF YOU CAN'T READ THE SIGN.

...OR REPAIRS
...SERVICE

NO SWEAT, THOUGH, THIS IS ALL STRICTLY FRIENDLY.

MY MAN KNUCKLES MADE A MISTAKE LAST NIGHT. I'M HERE TO CORRECT IT--

--BY LETTING YOU INTO MY OPERATION. WITH YOUR ABILITIES AND MY GENUS FOR ORGANIZING, WE--

WHAT?!

AFTER MONTHS IN THIS WRETCHED SHOP ANONYMOUSLY REBUILDING AND INCREASING MY POWERS--

--YOU DARE THINK I'D TURN THEM OVER TO SOME MERE MOBSTER?

LOOK OUT, MISTER MORGAN! HE'S--

--MOVING FASTER THAN YOUR HIRED GUNS CAN REACT!

THIS IS THE NEW MIGHT OF THE VULTURE!

WUP WUP

WHOOM!

DEVELOPED FOR ONE PURPOSE ONLY--

THE UTTER DESTRUCTION OF MY LONG-TIME ENEMY--

--SPIDER-MAN!

KRASH

AND NOW THAT I'M COMPLETELY READY--

--ONLY *VENGEANCE* AGAINST SPIDER-MAN MATTERS!

ANYTHING ELSE IS A *JOKE*...LIKE *YOU* AND YOUR *OFFER*, GANGSTER!

...BUT SOON ENOUGH THERE ARE *PLENTY* TO APPRECIATE THE SITUATION'S HUMOR.

I GUESS THE *RUMORS* ARE TRUE.

MORGAN IS ALL *HUNG UP* ON MOVING HIS OPERATION DOWN-TOWN!

THE VULTURE'S MADE ME LOOK THE *FOOL*...TO THE *MAN* AND MY PEOPLE...

GOT TO MAKE HIM *PAY* FOR IT...AND I KNOW THE WAY IT'LL HURT *MOST!*

*BEFORE WE LEARN WHAT THAT WAY IS, THERE ARE SOME OTHER **STOPS** TO MAKE, BEGINNING AT...*

...EMPIRE STATE UNIVERSITY...

ZZZZZ

CLASS IS NEARLY *OVER*, MR. PARKER. IN ADDITION TO *STARTING LATE*, YOU'VE FAILED TO COMPLETE YOUR *EXPERIMENT.*

W-WHA...? OH...*PROF. BALLINGER!* GUESS MY...UH...*THOUGHTS* MUST'VE STRAYED.

BUT...YOU MUST BE *MISTAKEN*, SIR. I'M SURE I HAD EVERY-THING *CORRECT* BEFORE I DOZ-ER... STARTED *THINKING.*

KNOWING YOUR *NATURAL APTI-TUDE* FOR SCIENCE--

--THAT'S QUITE CER-TAINLY *POSSIBLE.* BUT IT DOESN'T REALLY *MATTER*, PARKER--

--IF YOU CAN'T REMEMBER TO *LIGHT* YOUR *BUNSEN BURNER!*

BROTHER! USED TO BE PLAYING *SPIDER-MAN* FOULED UP MY *PERSONAL LIFE*...

...BUT NOW THAT *THAT'S* SHAPING UP--

RAN!

--I'M BLOWING IT IN THE *ONE* AREA THAT WAS ALWAYS A *CINCH* FOR ME ...*SHOOL!* AND--

SAY! ISN'T *THIS* PLACE...

YEAH! FLASH AND I CAME HERE TO *EAT* THE OTHER NIGHT...* AND SPOTTED THAT *GIRL* HE KNEW FROM *VIET NAM.*

SHE *RAN OFF* THEN, BUT I WONDER IF *NOW*...

UH-UH. *LOCKED.*

**OR LAST ISSUE IF YOU DON'T GO BY MARVEL TIME--ARCH.*

WHAT DO YOU *WANT*? WE DO NOT *OPEN* UNTIL THE DINNER HOUR.

IT'S THE GUY WHO HUSTLED US *OUT* LAST TIME!

ER... I'M *LOOKING* FOR SOMEONE. SHE WORKS HERE AS A *WAITRESS!* HER NAME IS...*SHA SHAN.*

YOU ARE *MISTAKEN.* WE HAVE *NO ONE* IN OUR EMPLOY BY THAT NAME.

I SUGGEST YOU SEARCH *ELSEWHERE* FOR THIS *SHA SHAN.*

COULD HE BE *RIGHT*? SHE TOOK OFF SO *QUICKLY!* MAYBE FLASH *WAS* WR--

NO! I REMEMBER HER *TOO*... FROM THAT TIME *DOC STRANGE* AND I TEAMED UP TO HELP *FLASH!** THERE'S *NO* MISTAKE!

MAYBE I *SHOULD*--

HOLY CRUD!

**WAY BACK IN AMAZING SPIDER-MAN #109--ARCHIVIST ARCH.*

HUH? WHAT THE *HECK* IS GOING ON--

OH, GOD! I-IT'S--

THE VULTURE! DIVING OUT OF THE THIN WINTER SUNLIGHT ...SWOOPING TOWARD DOWN-TOWN MANHATTAN'S CROWDED MID-DAY STREETS.

SWOOPING... AND STRIKING!

CEASE YOUR STRUGGLES OR BE DROPPED, FOOL!

A NICE SAFE PERCH AWAITS YOU... AND PLENTY OF COMPANY!

W-WHY'S HE DOIN' IT...? WHAT'S HE WANT WITH THEM PEOPLE?!

IT'S ON THE NEWS! HE ALERTED ALL THE MEDIA EALIER.

HE'S VOWED TO GRAB A HOSTAGE EVERY FIFTEEN MINUTES...UNLESS SPIDER-MAN FACES HIM!

LORD! ANY OF US COULD BE NEXT!

WHY ISN'T SPIDER-MAN *HERE?* THE DAILY BUGLE IS PROBABLY *RIGHT--!*

IF THIS TOWN DIDN'T HAVE *SUPER-HEROES...* IT WOULDN'T HAVE *SUPER-VILLIANS!*

AND J. *JONAH JAMESON--*

--WOULDN'T *SELL* AS MANY *NEWSPAPERS!*

I MAY BE A *MENACE--*

--BUT I'M HELPING TO *STIMULATE* THE *ECONOMY!*

OKAY... ENOUGH WITH THE PUNGENT *SARCASM.*

BESIDES, PARKER--

--IF IT'S *REVENGE* THE VULTURE WANTS, THEN INDIRECTLY INNOCENT PEOPLE *ARE* ENDANGERED BECAUSE OF *YOU!*

SO COME *FLU* OR *FROSTBITE--*

--IT'S TIME FOR *SPIDEY* TO GET ON THE CASE!

WHERE ARE ALL THOSE COZY *PHONE BOOTHS* WHEN A GUY *REALLY* NEEDS 'EM?

NOW! LET'S CHECK OUT MY *WEB-SHOOTERS...* MAKE SURE EVERYTHING'S WORKING...

OOPS! THIS ONE *FLUID CARTRIDGE* IS ALMOST *EMPTY.*

I'LL JUST FINISH IT OFF MAKING A *WEBBING BAG* FOR MY CLOTHES...

FWIP!

... THEN GRAB A *REFILL* FROM THE SPARES IN MY *BELT...*

...AND AFTER STICKING THE BAG UNDER A *ROOF LEDGE* WHERE NO ONE CAN *FIND* IT...

... I'M READY FOR *ACTION!*

-- NO ACTION IS *POSSIBLE* WITHOUT ENDANGERING THE *HOSTAGES*, MOST OBSERVERS FEEL.

BUT POLICE TACTICAL UNITS *ARE* ON THE SCENE, UNLIKE *SPIDER-MAN* WHO--

-- WON'T BE *LONG* IN SNAPPING AT THAT BUZZARD'S *BAIT*, ANNOUNCER-MAN!

THOSE *HERO TYPES* ARE JUST TOO UP-RIGHT, UP-TIGHT TO PLAY IT ANY *OTHER* WAY.

BACK IN *HARLEM* I WASTED ENOUGH BREATH ON THE *FALCON* TO LEARN *THAT*.

THEN YOU *CONTACTED* ME JUST IN *TIME*.

BUT THERE'S AN *EXTRA CHARGE* FOR OPERATING ON SUCH *SHORT NOTICE*.

I *OWE* THE VULTURE... *BIG*.

COST DOESN'T *MATTER*... JUST SEE IT'S DONE *EXACTLY* AS I WANT.

GUARANTEED, MR. MORGAN! IT *ALWAYS* IS--

WHAMP!

-- WHEN YOU HIRE *THE HITMAN!*

MEANWHILE, DOWNTOWN, TENSION BUILDS...

BLAST IT! AREN'T THOSE STREETS CLEARED *YET*?

HE'S ABOUT DUE TO MAKE ANOTHER *PLUNGE!*

WAIT! I THINK THE ANGLE'S JUST *RIGHT* FOR ME TO--

NO! EVERYTIME YOU GET HIM IN YOUR *SIGHTS*--

-- HE SWINGS IN LINE WITH HIS *CAPTIVES!*

AND HE'S NEVER *AWAY* LONG ENOUGH FOR OUR PEOPLE TO BREAK *ONTO* THE ROOF!

NOTHING FOR IT BUT TO *WAIT*...

"... AND PRAY FOR A BREAK BEFORE THOSE HOSTAGES GET TOO FROZEN TO HANG ON!"

PROBLEM...!

NO WAY I CAN WEB ONTO THE TOWER--

-- AND SWING DIRECTLY OVER WITHOUT BECOMING AN EASY TARGET FOR THE VULCH. UNLESS--

--THAT FLAGPOLE ON THE BUILDING BETWEEN US...!

THUP!

NEVER DID ANYTHING LIKE THIS BEFORE...

BUT IF I KEEP MY WRISTBAND TAUT...LOTS OF POWER IN MY SWING...

...AND DON'T GET NAUSEOUS...

WUP WUP WUP

YEAH!

I'VE BUILT UP ENOUGH CENTRI-FUGAL FORCE TO COME AT THE VULTURE--

¡WOOM!

"--LIKE A MISSILE!"

WUNK

GREETINGS, BEAK-PUSS! I HEAR YOU'VE BEEN LOOKING FOR ME...

GLAD I GOT TO *RUN INTO* YOU!

SORRY I CAN'T STAY AND *CHAT.*

SO MUCH FOR ENDING THIS *FAST!* IF HE'S STILL IN THE AIR AFTER *THAT--*

--THEN HE'S MORE *POWERFUL* THAN EVER BEFORE!

WHICH MEANS IT'S *ALTERNATE PLAN* TIME!

HOPE I *REMEMBER* IT!

WEB-SLINGING WEAKLING! YOU CAN'T *OUTRACE* MY WONDROUS WINGS!

NO, BUT IF I RELEASE MY *WEB* AND CATCH ON THE *WALL--*

--I CAN AT LEAST *OUT DODGE* 'EM!

TRUST THAT ISN'T AGAINST THE *RULES,* FEATHERS.

WHOOSH

WALL-CLIMBING CLOWN! *THIS* GAME WILL HAVE BUT *ONE RULE.*

DEATH FOR THE *LOSER--*

--*LIFE* FOR THE *VICTOR!* AND I PROMISE... *THAT* WILL BE *ME!*

AND FOR THE VULTURE, THERE IS ONLY THE HUNT.

FORGOTTEN IS THE TOWER... AND THOSE LEFT UPON IT.

WHICH IS PRETTY MUCH HOW SPIDEY PLANNED IT!

TIME FOR PHASE TWO...

GETTING HIM WHERE THOSE WINGS ARE NO ADVANTAGE!

LIKE THE FURNITURE-CROWDED INTERIOR--

--OF AN OFFICE BUILDING! BY NOW, EVERYONE SHOULD BE OUT TO LUNCH, SO--

KRAASH!

AW, NO! IT'S BARE AS A CAVE IN HERE!

IT'S ONE OF THESE PLACES WHERE THEY RAN OUT OF CONSTRUCTION MONEY BEFORE IT COULD BE FINISHED.

YOU PICK THIS AS YOUR BATTLEFIELD?

IT SHALL NOT HINDER THE VULTURE!

I MAY BE THE FIRST SUPER-HERO DONE IN BY THE RECESSION!

REALLY...?

WELL, LET'S SEE IF SOMETHING ELSE WILL...

LIKE A NET OF WEBBING STRUNG ACROSS THAT SPOT YOU'RE SO KEEN ON ZOOMING THROUGH!

THWIP!

THWIP!

ONCE IT MIGHT HAVE STOPPED ME, SPIDER-MAN!

BUT I'VE LABORED LONG AND HARD IMPROVING MY POWER PACK--

KRRIPP!

SO THAT BEFORE YOUR FLUID CAN HARDEN, BECOME INPENETRABLE--

SHRAK

--HONING THE MECHANIZED MIGHT OF MY WINGS!

--I AM FREE!

WOOM!

FREE TO PRESS MY ATTACK--

--INTO A SPACE WHERE ALL ODDS FAVOR ONE WITH--

10

--THE POWER OF FLIGHT!

THWIP!

OR THE POWER TO SHOOT WEBS, SHORT-SIGHTED!

NOW, IF YOU'LL EXCUSE ME, I THINK THIS IS MY FLOOR!

I'LL BE GETTING OFF--

-- RIGHT AFTER I *CRUSH* THAT POWER PACK OF YOURS!

YOU KNOW--

--THE *SAME WAY* I PUT YOU OUT OF *ACTION* THE *LAST TIME* WE--

YZAK

AT LAST! I FEARED YOU MIGHT NEVER *TRY* IT!

YES, I REMEMBER *HOW* YOU BEAT ME...

AND TOOK *STEPS* SO YOU COULD *NEVER* DO IT AGAIN!

SORRY WE'RE NOT QUITE *HIGH* ENOUGH--

-- FOR THE FALL TO *KILL* YOU! BUT IT WILL CERTAINLY LEAVE YOU IN *NO CONDITION*--

-- TO PREVENT MY *FINISHING* THE JOB!

THD

NOW I *ERASE* THE DEFEATS YOU DEALT ME!

NOW I *REGAIN* MY PRIDE, MY REPU--

HOOM!

BA-WO

GRENADE SMOKE CLEARS, THE CORDITE STENCH FADES, AND TWO GROGGY FIGURES BEHOLD...

...THE HITMAN!

YOU CAN FORGET YOUR PRIDE OR YOUR REPUTATION, VULTURE.

YOU CAN FORGET YOUR REVENGE.

THEY'RE ALL THINGS YOU'RE NEVER GOING TO HAVE.

I'VE TAKEN A CONTRACT TO MAKE CERTAIN OF THAT--

--BY KILLING SPIDER-MAN MYSELF!

NEXT ISSUE:

SPIDER-KILL!

THE SPECTACULAR SPIDERMAN

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TRAPPED BETWEEN THE HITMAN AND THE VULTURE!

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While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

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ARCHIE GOODWIN / WRITER / EDITOR | SAL BUSCEMA & MIKE ESPOSITO / ARTISTS | DENISE WOHL / LETTERER | JANICE COHEN / COLORIST

YOU'RE LOOKING AT THE BOTTOM OF AN ELEVATOR SHAFT IN AN UNFINISHED OFFICE BUILDING. IT'S JUST BEEN ROCKED BY A GRENADE BURST... AS HAVE THE COSTUMED COMBATANTS CAUGHT WITHIN THE SHAFT.

YOU CAN FORGET FINISHING THE WALL-CRAWLER, VULTURE!

WHO ARE YOU?! HOW DARE YOU INTERFERE!

THEY CALL ME THE HITMAN, FEATHERS, AND I'VE BEEN PAID TO ROB YOU OF YOUR REVENGE...

...BY DESTROYING SPIDER-MAN MYSELF!!

BEHIND HIS RED MASK, A GROGGY, BARELY RE-VIVING PETER PARKER HEARS, BUT IS UNABLE TO ACT, TO PREVENT THIS MOMENT OF...

SPIDER-KILL!

BUT UNLIKE SPIDEY, THE VULTURE HAS NOT SUFFERED ELECTRO-SHOCK* AS WELL AS GRENADE CONCUSSION...

...AND IS MOST CAPABLE OF ACTING!

NO!

VRRIIP!

I WON'T LET YOU SPOIL IT! NOT WHEN I HAD THAT WEB-SLINGING WIMP JUST AS I WANTED HIM--

--STUNNED INTO HELPLESSNESS FROM TRYING TO CRUSH MY COSTUME'S POWERPACK ...AFTER I HAD IT ELECTRONICALLY BOOBY-TRAPPED!**

*LAST ISH. THE VULTCH IS ABOUT TO TELL YOU MORE --ARTFUL ARCHIE.

**SEE? OUR BAD GUYS ARE SUCH BLABBERMOUTHS-- ARCH AGAIN.

SO THAT'S WHAT HIT ME...!

I'VE LABORED TOO LONG FOR THIS CHANCE TO TRIUMPH OVER SPIDER-MAN--

VRAAP

--YOU'LL DIE FOR TRYING TO CHEAT ME OF IT!

STILL PLENTY SHAKY FROM BEAK-PUSS' SHOCK TREATMENT...!

BUT IF I'M EVER GOING TO MAKE A MOVE... IT BETTER BE NOW!

SORRY, GUYS! FLATTERED AS I AM TO HAVE YOU FIGHTING OVER ME--

--IVE GOT URGENT BUSINESS ELSEWHERE!

ANYWHERE, IN FACT! PREFERABLY AN INTENSIVE CARE WARD!

UNGHH! HURTS WHEN I *USE* IT--

FWIP!

--BUT THE OL' SPIDER-*AGILITY* STILL SEEMS IN *WORKING ORDER.*

MAYBE I *CAN* TOUGH IT OUT... *DESPITE* THE BAD ODDS.

THUP!

MY *GUN*--! WHAT...?

EASY, ACE! I'M ONLY *BORROWING* IT.

KWAK!

BELIEVE ME, YOU'RE GETTING IT *RIGHT BACK!*

OOPS!

'OOPS' *INDEED,* SPIDER-MAN! GIVE A BORN *HUNTER* CREDIT FOR SOME *SPEED* AND *REFLEXES*--

VOOSH!

--AND THE ABILITY TO TUMBLE, ROLL, AND COME UP *SHOOTING!*

KRAAK!

BADOW!

AND *MISSING,* FORTUNATELY.

BUT HIS *NEXT SHOT* PROBABLY *WON'T*--

--IF I HANG AROUND INSIDE!

DID I SAY NEXT SHOT...?

HE'S MANAGED TO SNAP OFF FOUR OF 'EM ALREADY!

THAT PUTS HIM IN THE PUNISHER'S* CLASS--

--AND ME IN NEED OF SHIFTING THE FRACAS OUT INTO MY OWN ELEMENT!

OF COURSE... THIS IS THE VULTURE'S ELEMENT ALSO!

*THE PUNISHER IS A FULL-TIME VIGILANTE AND A SOMETIME ALLY OF SPIDEY--ARCHIE.

AND THAT PARTICULAR CREATURE OF PREY IS BACK IN ACTION...

NEVER HAD A TARGET MOVE SO SWIFTLY! BUT NOW THAT I KNOW HOW MUCH TO COMPENSATE--

--I CAN NAIL HIM ONCE I REACH--

THE WINDOW, MY MEDDLING MERCENARY...?

YOU'RE NOT GOING TO REACH IT AT ALL!

IN FACT, HITMAN--

WUNK!

--YOU'RE GOING TO DIE EN ROUTE!

SO I MIGHT, BIRD-BRAIN... IF THIS WERE SIMPLY ONE-ON-ONE!

BUT I USUALLY CARRY ENOUGH LITTLE GIMMICKS ON MY BELT--

--SO NO SITUATION IS THAT SIMPLE!

=AGHHHH=

S-S-ST!

GAS! S-SOME KIND OF GAS...!

TO BE PRECISE, THE GAS IS MACE. IT IS AN IRRITANT, STINGING THE EYES AND BURNING THE SKIN...

...FORCING THE VULTURE TO TAKE TO THE SKIES!

NEED COLD AIR... WATER... ANYTHING TO DRIVE AWAY THE PAIN!

KRRAAK

IN THE WAKE OF HIS FEATHERED FOE'S RETREAT...

...THE HIT-MAN TAKES OUT YET ANOTHER DEVICE.

REPORTING RESULTS OF THE FIRST ENCOUNTER: RESOLUTION NEGATIVE.

WITHOUT THE MILITARY-STYLE DOUBLE-TALK...YOU BLEW IT.

ANY OF MY OWN MEN COULD'VE DONE THAT--

--AND CHEAPER, HOT-SHOT! IF I'M GOING TO BE ACCEPTED AS NEW BOSS OF ALL OF MAN-HATTAN'S RACKETS--

I CAN'T LET THE VULTURE GET AWAY WITH DEFYING ME!*

*AS HE DID LAST ISH--A.

CHEATING HIM OF VENGEANCE AGAINST SPIDER-MAN IS A UNIQUE PUNISHMENT, MR. MORGAN.

...BUT MORE COMPLICATED THAN THE USUAL HITS THE SYNDICATE COMMISSIONS ME TO PERFORM.

SO...?

"SO, GIVEN THE ABILITIES OF MY OPPONENT... THIS FIRST ENCOUNTER DIDN'T WORK OUT BADLY.

"PARTICULARLY SINCE DURING THE COMBAT...

"...I MANAGED TO PLANT A TRACER UPON THE VULTURE...

"AND ON SPIDER-MAN AS WELL, MR. MORGAN!

"THAT GUARANTEES A SECOND ENCOUNTER... STAGED WITH RESULTS YOU'LL FIND PERFECT!"

THE VULTURE... FLEEING...

TOO FAR AND TOO FAST FOR ME TO GO AFTER HIM...

...AT LEAST IN MY PRESENT CONDITION! I COULD USE ABOUT A WEEK'S BED REST...

...BUT I'LL SETTLE FOR A HOT SHOWER BEFORE CONTINUING MY DASHING YOUNG CRIME-FIGHTER GIG!

'COURSE I SHOULD BE CRAMMING FOR FRIDAY'S PHYSICS EXAM--

--BUT WHO CAN THINK ABOUT SCHOOL WITH THE VULTURE LOOSE?

WHILE MR. PARKER PONDERS THAT, LET'S LOOK IN ON SOME OF HIS FRIENDS... AND A CERTAIN RESTAURANT WE'VE VISITED BEFORE.*

SHA SHAN...? YOU ARE MISTAKEN, SIR. NO SUCH PERSON WORKS HERE.

PERHAPS YOU CONFUSE US WITH ANOTHER PLACE.

MENU

*NAMELY, THE LAST COUPLE OF ISSUES--ARCH.

BLAST IT, MARY JANE! I COULD NEVER BE MISTAKEN ABOUT SHA SHAN ...OR WHERE I SAW HER!

EASY, FLASH. MR. CLEAN IS STILL WATCHING--

--AND LISTENING IT APPEARS! LET'S TALK OUTSIDE, MR. T.!

THE RESTAURANT OWNER WHIRLS IN ANNOYANCE, LETTING THE CURTAINS CLOSE, BARRING HIMSELF FROM VIEW...

...AND WITH SWIFT PURPOSEFUL STRIDES...

...ASCENDS THE WORN STAIRS TO A PRIVATE ROOM WHERE A YOUNG GIRL SITS SILENTLY, SADLY...

...A GIRL FROM THE WAR-RAVAGED LAND OF VIETNAM...

...A GIRL NAMED SHA SHAN.

IT'S BUGGY, M.J.! SHA SHAN KNOWS ME FROM NAM... DESPITE SOME HASSLES,* I THOUGHT WE WERE FRIENDS.

BUT SHE RAN AWAY FROM ME THE OTHER NIGHT... AND NOW THERE'S THE OWNER'S PHONEY STORY! WHAT'S GOING ON?

BEER ON TAP

PETEY WAS WITH YOU BEFORE, RIGHT? LET'S GO SEE HIM... MAYBE HE HAS SOME THOUGHTS.

*CHRONICLED IN AMAZING SPIDER-MAN #109 --A.G.

COULD BE. BUT AT THIS PARTICULAR MOMENT, PETEY'S THOUGHTS ARE ELSEWHERE...

MAYBE THE HITMAN AND THE VULTURE WILL COOL IT FOR A WHILE.

MAYBE I WILL CRACK SOME BOOKS AND--

UH-OH! THERE'S A LEAKY PIPE DOWN UNDER THIS LEDGE WHERE I WEBBED MY STREET CLOTHES.

GREAT! FIRST THEY GOT WET, AND NOW--

THEY'RE FROZEN!

SOLID.

OH, WELL! OTHER SUPER-HEROES MAY NOT HAVE MY PROBLEMS--

--BUT HOW MANY OF THEM COULD INVENT THE WASH AND WEAR BOWLING BALL?

MEANWHILE, IN AN EQUIPMENT-STUDDED COMPARTMENT, TWIN SCANNING SCREENS ARE AT WORK... AS IS THE INTENSE FIGURE STUDYING THEM.

NOW THAT I KNOW JUST HOW GOOD SPIDER-MAN AND THE VULTURE ARE--

--I CAN MODIFY MY WEAPONS ACCORDINGLY.

THE REST IS JUST A MATTER OF WAITING.

WAITING. IT'S THE ONE THING I COULD NEVER TEACH THEM BACK IN THE OLD DAYS.

EITHER THEY WERE NATURALS AND KNEW IT INSTINCTIVELY, OR THEY NEVER LEARNED... AND DIED FOR IT.

SO SIMPLE. YOU WAIT. AND AT THE PRECISE MOMENT... YOU STRIKE!

AH! HOME! THERE'S NO PLACE LIKE IT...

AND THE BOARD OF HEALTH IS IMMENSELY GRATEFUL!

I SHOULDN'T PUT THE PLACE DOWN... I'M PROBABLY HAPPIER HERE THAN I'VE BEEN ANY-WHERE SINCE AUNT MAY, UNCLE BEN, AND I SHARED THE OLD HOUSE OUT IN FOREST HILLS.

BOY, HAVE I GONE THROUGH CHANGES SINCE THOSE DAYS...*

AND SPEAKING OF CHANGES I BETTER BE MAKING ONE.

KLUNK!

*ALL THE WAY BACK IN AMAZING FANTASY #15. --ARCH.

GLORY GRANT OR SOME OTHER NEIGHBOR MIGHT FALL BY AND--

OH, NO--!

OUT OF CLEAN CLOTHES!

NOTHING LEFT BUT THE WORLD'S LARGEST COLLE-CTION OF DIRTY LAUNDRY.

CAN'T SALVAGE ANYTHING FROM HERE--

--UNLESS MILDEW GETS VERY POPULAR.

GOTTA GO WITH WHAT YOU'VE GOT, PARKER.

NAMELY AN OUTFIT ONLY FROSTY THE SNOWMAN COULD LOVE.

SO! A LITTLE BOILING WATER AND A LOT OF SOAKING OUGHT TO BRING THE BIG THAW.

THEN, I'LL ATTACK WITH MY TRUSTY IRON AND--

KNOK KNOK KNOK

HEY, TIGER! OPEN UP! IT'S THE LOVE OF YOUR LIFE!

AND IF YOU ASK WHICH ONE I'LL GIVE YOU A SHOT IN YOUR CURLY BROWN COWLICK!

FLASH IS WITH ME. WE'VE GOT A PROBLEM.

TIGER...?

COMING... COMING...!

I TRY NOT TO BE PARANOID IN THESE SITUATIONS--

--BUT I CAN'T BELIEVE THIS EVER HAPPENS TO THE MIGHTY THOR!

OKAY! GLOVES AND BOOTS ARE OFF... JUST NEED A CONVINCING STORY...

HI YA, PETE!

SORRY TO TAKE SO LONG, PEOPLE. I WAS... UH... CATCHING SOME SACK TIME.

AND COOKING IN YOUR SLEEP?

H-HUH...?

WELL, SOMETHING'S CAUSING ALL THAT SMOKE...

IT'S FROM THE KITCHEN!

THE K-KITCHEN...? OHMIGOSH!

SO THIS IS WHY WE HAVEN'T SEEN MUCH OF YOU LATELY.

YOU'VE BEEN RUNNING A SECRET LAUNDRY FOR MUNCHKINS, RIGHT, PETEY?

IF ONLY I WERE, M.J.... IF ONLY!

HAVE YOU EVER NOTICED HOW JUST WHEN EVERYTHING SEEMS TO BE GOING WRONG...

...SOMETHING ELSE WILL HAPPEN TO MAKE THINGS EVEN WORSE.

SPIDER-MAN'S BLIP HAS BEEN STATIONARY FOR A WHILE. LOOKS LIKE HE'S SETTLED IN FOR THE NIGHT.

THE WAITING IS OVER.

WITHIN THE PRIVATE JET THAT SERVES AS HIS MOBILE HEADQUARTERS, THE HITMAN TURNS, READY FOR THE HUNT... AND THE KILL!

ONE HOUR LATER. THE VULTURE STARES DOWN AT THE SNOW-CRESTED CITY...

...THINKING, BROODING. HUNGERING FOR A VENGEANCE THAT HAS ELUDED HIM, BECOME TOO COMPLEX.

THEN...

W-WHAT--?!

WHO WOULD DARE--?

SPLAT!

PLAK

BELOW

TZING!

THE HIT-MAN...! OF COURSE!

ARROGANT ASSASSIN! YOU'VE INTERFERED FOR THE LAST TIME!

YOU'VE--

BUT DON'T STOP NOW--

--THE EVENING'S YOUNG!

MADE A FOOL OF YOU AGAIN, BIRD-MAN!

THE VULTURE NO LONGER SPEAKS, BUT EACH TAUNT MAKES HIS SPEED, HIS DETERMINATION, INCREASE... EXACTLY AS THE HITMAN HOPED.

MEANTIME...

PETEY, YOU SURE YOU DON'T WANT ME TO STAY?

NO, NO... SINCE FLASH HAS VOLUNTEERED TO SCROUNGE UP SOME DUDS FOR ME--

--HE AT LEAST RATES THE VERY CLASSIEST OF COMPANY.

WHEW! I'VE BEEN MURDER TRYING TO MAKE CONVERSATION FOR AN HOUR--

--WHILE FIGHTING TO KEEP THE LEGS OF MY SPIDEY-TIGHTS FROM FALLING DOWN AND--

CRIPES!

SOUNDS LIKE A WRECK OVER ON THE NEXT STREET... OR WORSE!

WORSE...

WHERE ARE YOUR WISE-CRACKS NOW, HITMAN?

SHROOK!

DID YOU TRULY BELIEVE THAT MACHINE COULD LONG OUTRACE MY POWERED FLIGHT?!

IF SO, IT'S A MOST FATAL ERROR IN JUDGEMENT!

I'D HOPED TO MAKE IT ANOTHER BLOCK FURTHER. BUT--

--IF THE BATTLE'S LOUD AND LONG ENOUGH, THAT WILL DO!

AGHHH!

THAT LIGHT...! MY EYES...!

FOMP!

A FLARE BURST! BLINDINGLY EFFECTIVE--

DEPENDING ON WHERE IT'S POINTED, GOGGLES!

AND I DON'T INTEND GIVING YOU THE CHANCE TO AIM IT AT ME!

WAM!

NOT OUT YET? YOU MUST HAVE SOME PADDING IN THAT--

UH-UH! MY SPIDEY-SENSE IS TINGLING LIKE MAD.

TIME TO DO A LITTLE CONSTRUCTIVE FLIPPING OUT!

SKILLFUL, WALL-CRAWLER! BUT IF YOU HOPED TO LAND ON ME--

--I'M MUCH TOO SWIFT FOR THAT!

FWIP!

YEAH! I'LL JUST HAVE TO SETTLE--

--FOR RIDING ECONOMY CLASS, VULCHY!

I SEE YOUR STRATEGY, SPIDER-MAN... BUT I WANT YOU MORE BATTERED AND WEAKENED BEFORE YOU CARRY IT OUT!

AND THIS BOOMERANG BLADE I'VE REFITTED MY AUTOMATIC RIFLE TO LAUNCH--

--IS JUST RIGHT FOR CUTTING INTO OTHER PEOPLE'S PLANS!

PA-KOW!

SNAP!

MY WEB--!

NO NEED TO ASK, WHO DID THAT...!

JUST WHEN I GET THE VULTURE ALONE SO I CAN HANDLE HIM... UP POPS THE HITMAN!

FWIP!

AND HIS HANDIWORK BARELY LEAVES ME TIME TO WEAVE A SOFT LANDING SPOT!

CAN'T FIGHT BOTH OF THEM AT ONCE...

IF I DON'T PUT SOME DISTANCE BETWEEN THEM SOON--

SPRONG

--I'M GONNA GET--

KERRUK!

--CREAMED! =UNNGHH!=

OY! DID I HAVE TO BE--

--THAT RIGHT?!

BLANG!

AND THE RECOVERY TIME SPIDEY IS ALLOWED IS...

BEOW WARP

POK!

...EXACTLY NIL!

HE'S INTENTIONALLY DRIVING ME INTO FLIGHT!

AND I'M HURTING JUST ENOUGH--

--TO LEAP AT THE CHANCE!

NOW, WEB-SLINGER ...I THINK IT'S SAFE TO LEAVE YOU TO THE VULTURE FOR A BIT!

CHECKING IN, MR. MORGAN. EVERYTHING IS GOING AS PLANNED... ON SCHEDULE.

IT BETTER, HITMAN. THE SYNDICATE RECRUITED YOU AS AN ANSWER TO THE PUNISHER.

MESS UP NOW AND THAT REP'S BLOWN!

THE TRANSMISSION IS TERMINATED...

...AND THE FINALE OF THE HUNT BEGINS.

THEY'RE FIGHTING THEIR WAY UPTOWN, HEADING TOWARD...

CENTRAL PARK. SITE OF EXTENSIVE SUBWAY CONSTRUCTION...

POW!

...AND A LAST STAND FOR SPIDER-MAN!

=UNGHN!=

GOOD... BUT NOT GOOD... ENOUGH!

YOU'RE TIRED WALL-CRAWLER... FALTERING! IT'S CLEAR FROM YOUR PUNCHES!

SEE...?! YOUR LEGS BUCKLE AND BETRAY YOU--

--WHILE MY POWER PACK LEAVES ME EVER ON THE ATTACK.

THIS IS THE FINISH, SPIDER-MAN!

THIS IS THE VENGEANCE OF THE VULTURE!

VA-KOW

NO! NOT... NOW!

BLAST IT! DID I CUT IT TOO CLOSE?

THE WEB-SLINGER WAS WOBBLING... MAKING IT A HARD SHOT.

CONSTRUCTION COMPANY

BUT I ONLY WANTED TO SPOIL THE VULTURE'S ATTACK, NOT--

BUT THEN... ALMOST AS IF IT WERE AN UNCONSCIOUS REACTION...

AND SPIDER-MAN DANGLES...

SLOWLY... SLOWLY...

PERFECT! I ONLY GRAZED HIM. THIS IS A HIT THEY'LL TALK ABOUT FOR YEARS!

THUP!

THE FALL ENDS...

COME ON, VULTURE! HE'S STILL ALIVE... YOU'VE STILL GOT ONE LAST TANTALIZING CRACK AT 'IM!

YOU'RE GOING TO COME SO CLOSE--

--JUST BEFORE MY BULLET ROBS YOU OF IT FOREVER!

TIME. YOU CAN SLOW IT DOWN... EVEN TAKE IT APART. LIKE THIS INSTANT: AS A TRIGGER IS IRREVOCABLY SQUEEZED...

...WHAT WOULD BE BUT A BLUR...

...IS PERCEIVED AS A RED AND BLUE FIGURE IN SWIFT, SUDDEN ACTION.

KA-KOW

SO THAT EVEN AS THE FATAL ROUND IS FIRED...

...ITS ULTIMATE DESTINATION IS VASTLY, TELLINGLY ALTERED!!

M-MY POWER PACK--!

VOAK!

THE BULLET'S SHATTERED IT!

WITHOUT IT... I CAN'T FLY!

I KNOW, VULCH... I PLANNED IT THAT WAY!

WRAAAK!

WOODEN PLANKING SHATTERS ...AND THE EXCAVATION YAWNS WIDE TO RECEIVE THE VULTURE UNTIL THE POLICE CAN FINALLY CLAIM HIM...

HE'S OVERPLAYING IT... JUST AS HE DID BY SHOWING UP PRACTICALLY ON MY DOORSTEP WITH THE VULTURE IN TOW!

...AS SPIDEY FACES HIS FINAL FOE...AND A WILD BURST OF AUTOMATIC GUNFIRE!

VRRIP!

TOOK A BIT FOR IT TO SINK IN--

--BUT THAT TIPPED ME HE HAD SOME WAY OF TRACKING US!

SO I COUNTED ON HIM BEING AROUND AND EAGER TO TEASE THE VULCH ONE MORE TIME--

KWAP!

--WHEN I SET IT UP TO LOOK LIKE OL' BEAK-PUSS FINALLY HAD ME!

BUT HE'S DEFINITELY GONE NOW! THESE SHOTS WERE TO COVER HIS ESCAPE!

SINCE MY NAILING VULCHY MESSED UP HIS CONTRACT--

--I GUESS FIGHTING FOR FREE JUST WASN'T THE HITMAN'S BAG!

AT LEAST HE LEFT ME A LITTLE SOUVENIR...

MAYBE IF I TURN IT OVER TO THE PUNISHER--

--HE CAN FIND SOME WAY TO TRACE WHO MADE IT.

BUT THAT'S FOR SOME OTHER DAY! RIGHT NOW I'D BETTER BEAT IT BACK TO MY APARTMENT!

--BEFORE I WIND UP HAVING TO EXPLAIN TO MARY JANE AND FLASH HOW A SUPPOSEDLY CLOTHESLESS PETER PARKER--

--CAN BE OUT ROAMING THE NEW YORK STREETS!

NEXT: MENACE IS A MAN CALLED MORBIUS!

THE SPECTACULAR SPIDERMAN

30¢ CC

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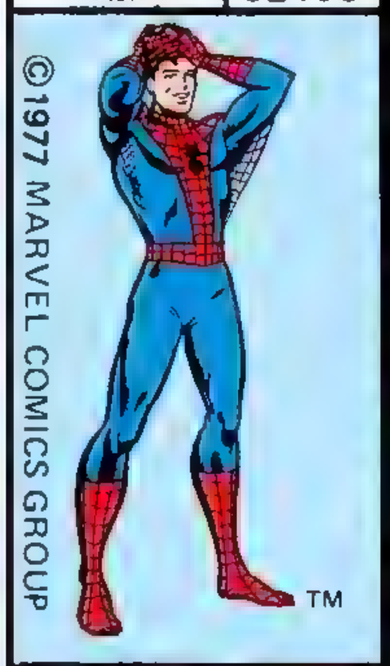

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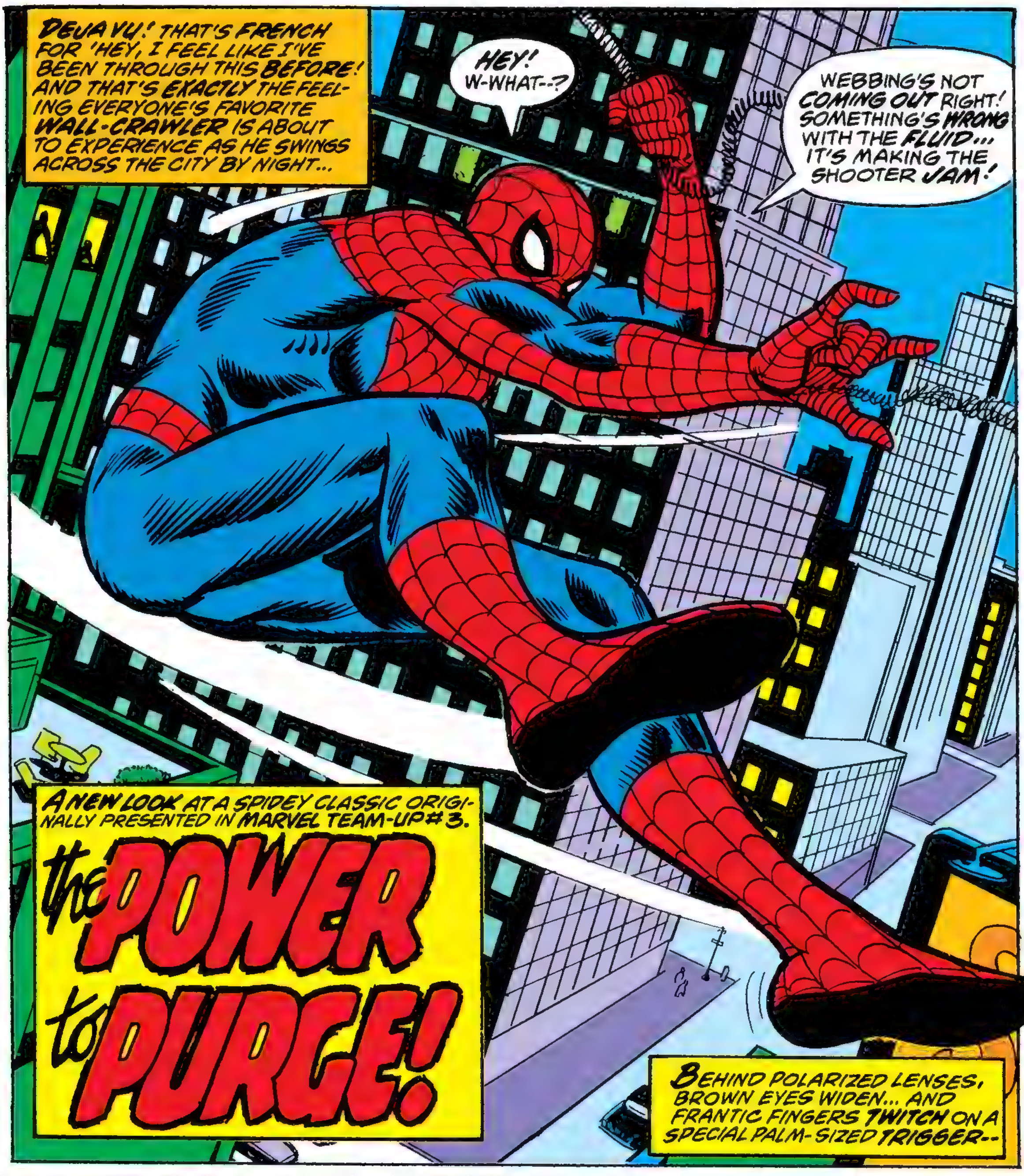
PETER PARKER, THE SPECTACULAR SPIDER-MAN™

NOW!
RE-PRESENTING A WALL-CRAWLER CLASSIC!
SPIDEY TEAMS WITH THE **HUMAN TORCH**
AGAINST THE MIGHT OF **MORBIUS** *THE LIVING VAMPIRE!*

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

GERRY CONWAY SCRIPTER * ROSS ANDRU & FRANK GIACOIA ARTISTS * A. SIMEK LETTERER * STAN G. COLORIST * A. GOODWIN EDITOR


DEJA VU! THAT'S FRENCH FOR 'HEY, I FEEL LIKE I'VE BEEN THROUGH THIS BEFORE! AND THAT'S EXACTLY THE FEELING EVERYONE'S FAVORITE WALL-CRAWLER IS ABOUT TO EXPERIENCE AS HE SWINGS ACROSS THE CITY BY NIGHT...
HEY! W-WHAT--?
WEBBING'S NOT COMING OUT RIGHT! SOMETHING'S WRONG WITH THE FLUID... IT'S MAKING THE SHOOTER JAM!
A NEW LOOK AT A SPIDEY CLASSIC ORIGINALLY PRESENTED IN MARVEL TEAM-UP #3.
the POWER to PURGE!
BEHIND POLARIZED LENSES, BROWN EYES WIDEN... AND FRANTIC FINGERS TWITCH ON A SPECIAL PALM-SIZED TRIGGER--

*_The Spectacular Spider-Man_ #6 reprinted _Marvel Team-Up_ #3. The opening two pages included rescripted dialogue/captions and the issue wrapped with an all-new closing page.

AGAIN AND AGAIN HE TRIES TO FIRE HIS WEB-SHOOTER, REFUSING TO ACCEPT THE MALFUNCTION.

UNTIL IT BECOMES CLEAR THAT THE ONLY RESULT IS: A FALL TOWARD THE STREETS!

TWISTING, HE TRIES TO REGAIN HIMSELF--

--BUT NOW, HIS OTHER WEB-SHOOTER--

--ALSO JAMS!

HOLY--! GOT TO DO SOME-THING FAST--

AND IT LOOKS LIKE MY LAST CHANCE IS COMING UP--

--NOW!

THAK!

HOO BOY! BETWEEN ALL MY HASSLES WITH J. JONAH JAMESON--*

PLUS MY SCHOOLWORK PILING UP--

--I MUST'VE GOOFED MAKING MY FLUID COMPOUND!

LUCKILY I'VE GOT SPARE CAR-TRIDGES IN MY BELT FROM ANOTHER BATCH.

*ON VIEW IN AMAZING SPIDER-MAN #167-68-69--A.

JUST NEED TO RELAX A SECOND BEFORE CHANGING 'EM.

FUNNY. THIS IS LIKE AN INSTANT REPLAY OF A-NOTHER CLOSE CALL--

ONLY THAT TIME I WAS SUFFER-ING A NEAR FATAL RE-ACTION TO A TRANSFU-SION FROM THAT LIVING VAMPIRE, MORBIUS!

YEAH! THAT GREW SOME NASTY LITTLE ADVENTURE! AND IT REALLY GOT ROLLING WHEN THE FANTASTIC FOUR RECEIVED A VERY UPSET VISITOR...

AND THERE WAS HOPE FOR ME AS WELL... THOUGH IT TOOK PROFESSOR X AND HIS MUTANT X-MEN TO FINALLY CURE ME AND CORRAL MORBIUS.*

BUT IT WASN'T LONG UNTIL HE WAS ON THE LOOSE AGAIN. UNTIL, I HEAR--

*MARVEL TEAM-UP #4 --ARCHIE.

--HE TANGLED WITH THE THING,* AND DISAPPEARED FOR GOOD!

AND NOW THAT I'VE REPLACED THOSE WEB CARTRIDGES, I CAN DO SOME DISAPPEARING, TOO!

--BACK TO PETER PARKER'S PAD, AND A CHANCE TO FORGET SWEET-HEARTS LIKE MICHAEL MORBIUS.

*TWO-IN-ONE #15--ARCH.

YES MR. PARKER, FOR A TIME YOU CAN... A TIME THAT IS SWIFTLY, SURELY, ERODING!

NO! I WON'T GO BACK! EVEN IF I DIE HERE--

--IT'S BETTER THAN RETURNING, REVERTING TO THE THING I WAS!

YOU CAN'T MAKE ME GO... YOU CAN'T!

DON'T BE SILLY, MICHAEL ... OF COURSE, I CAN.

I CAN DO THAT... AND MUCH, MUCH MORE.

NEXT: RETURN of the VAMPIRE!

THE SPECTACULAR SPIDERMAN

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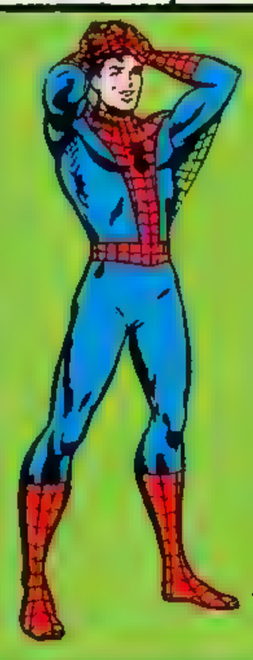

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

COCKRUM MILGROM

MENACE IS THE MAN CALLED MORBIUS!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

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ARCHIE GOODWIN / WRITER/EDITOR — SAL BUSCEMA & JIM MOONEY / ARTISTS — JOHN COSTANZA, letterer / DON WARFIELD, colorist

CRY MAYHEM--CRY MORBIUS!

THE SCENE IS A CERTAIN SOCIAL CLUB ON MID-MANHATTAN'S WEST-SIDE... AS EVENTS SUDDENLY TAKE A VERY ANTI-SOCIAL TURN!

PLAY HOUR'S CANCELLED, PUNKS!

I WANT YOUR CRIMELORD BOSS MORGAN--

KROK!

SKRAASH!

ROCKET BA

--AND I WANT HIM NOW!

CRIPES!

VINNIE! COVER THE OFFICE DOOR BEFORE HE--

TAKE A BREAK, VINNIE!

PRIVAT

WUP!

THWIP!

BLOM!

KEENO-

I'LL HANDLE THE DOOR--

--LIKE SO!

SPIDER-MAN! YOU'VE NO RIGHT BUSTIN' INTO A LEGITIMATE PRIVATE CLUB!

I'VE GOT ALL THE PROPER LICENSES AND--

TROUBLE, MORGAN! THAT'S WHAT YOU'VE GOT.

I'VE BEEN BUSY LATELY--*

THUP! WIP!

--SO IT TOOK A WHILE TRACING THINGS.

*CHECK OUT AMAZING SPIDER-MAN #169 --ARCH.

BUT I DID LEARN WHO ALMOST GOT ME WASTED--

--BY PUTTING THE HITMAN ON MY CASE!*

LITTLE OL' YOU, MORGAN!

* BACK IN ISSUE #5 --ARCHIE.

NOW, I HATE OVERREACTING, BUT IF YOU WANT TO KEEP YOUR FACE INTACT--

DON'T EVER--

HANDS OFF, WALL-CRAWLER, OR WE'LL--

BLAST ME... AND MAYBE HIT YOUR BOSS AS WELL?

GET SERIOUS, TOUGH STUFF!

WHIIIP

BUT IN THE NAME OF COOPERATION, I'LL LET MORGAN GO--

aaHARD!

WHAM

KLUNK!

YOU MAY HAVE FAULTS AS A HUMAN BEING, MORGAN--

--BUT TEAMED WITH THAT SWIVEL CHAIR, YOU'RE A TERRIFIC BOWLING BALL!

OKAY, KIDS! IT'S BEEN FUN--

--LET'S DO IT AGAIN REAL SOON!

TIMES LIKE THIS, IT'S MORE KICKS BEING SPIDER-MAN THAN THE FONZ!

WELL, THAN LAVERNE AND SHIRLEY ANYWAY!

AND EVEN DISTANT THUNDER DOES NOTHING TO SPOIL PETER PARKER'S ELATION...

...AS HE HEADS FOR THE **REAR** OF A NEARBY BUILDING.

DUNNO IF MY VISIT WILL **STOP** MORGAN--

--IN HIS BID TO BECOME **HEAD** OF ALL MANHATTAN'S RACKETS--

--BUT IT'S **GOT** TO LEAVE HIM **NERVOUS** EVERY STEP OF THE WAY!

RIGHT NOW, I'LL **SETTLE** FOR THAT.

AND **THIS!** ONE WEBBING BAG OF **STREET CLOTHES**... SAFE AND **DRY!**

AFTER FINDING 'EM **FROZEN** DURING THE LAST SNOW, * I'M BEING A LOT MORE CAGEY ABOUT WHERE THEY'RE **HIDDEN.**

* A MONUMENTAL MISHAP DETAILED IN ISSUE #5 --ARCH.

THAT **VENT'S** THE BEST SPOT YET!

NOT ONLY DID IT **PROTECT** MY CLOTHES... THE **AIR** BLOWING FROM IT ACTUALLY KEPT 'EM **WARM!**

BETTER HEAD **UPTOWN** NOW. I PROMISED MY NEIGHBOR, **GLORY GRANT,** I'D MEET HER AND--

HEY! WHAT'S WITH ALL THE **STARES** I'M GETTING?!

LIKE I OWED **MONEY** TO EVERYONE ON THE STREET!

I USE AS MUCH **SCOPE** AS THE NEXT GUY... DID I ACCIDENTLY LEAVE SOME OF MY **SPIDEY** OUTFIT SHOWING?

GEE, MOM! THAT MAN **SMELLS** FUNNY... LIKE **CHOPPED LIVER!**

WHY IS **THAT,** MOM? **WHY?**

CHOPPED LIVER'... OH, **NO!** THAT AIR VENT--

--IT MUST'VE BEEN FROM A **DELICA-TESSEN!**

EVERY **ODOR** IN THE PLACE MUST BE **PERMEATING** THESE CLOTHES!

HOO BOY! SO MUCH FOR **CAGEY HIDING PLACES,** PARKER!

7 AVEN EE

AND SO MUCH FOR TAKING A **CROWDED BUS** UPTOWN.

BETTER **WALK**... EVEN IF IT **DOES** LOOK LIKE RAIN.

AND AS DARKNESS CLOSES IN ON THE CITY... THAT RAIN FALLS.

TAURANT

BUT IT IS SCARCELY NOTICED BY A TENSE, VIGILANT FLASH THOMPSON.

THAT RESTAURANT GUY LIED TO PETE... AND TO ME! AND I'M GONNA PROVE IT IF I STAY HERE ALL--

THEN...

SOMEONE RAISING THE BLIND IN THAT WINDOW ABOVE THE RESTAU-RANT! I-IT'S--

IT'S HER! SHA-SHAN!

NOW THAT I KNOW SHE'S IN THERE, I'VE GOT TO DO SOMETHING ABOUT IT--

--WHATEVER THE COST!

BUT FROM THE RESTAURANT DOOR...

...THE WATCHER IS WATCHED.

THE CONSEQUENCES OF ALL THIS MUST WAIT FOR ANOTHER TIME...

...FOR THIS STORM-LASHED NIGHT, EVEN GREATER, GRAVER EVENTS ARE SHAPING.

THEY BEGIN ON THE ROOF OF A BROWNSTONE...

...WHERE OUT OF NOTHINGNESS, SOMETHING TAKES FORM.

ONCE THIS WAS A **MAN**, A SCIENTIST IN SEARCH OF A CURE FOR HIS OWN FATAL **BLOOD DISEASE**: MICHAEL MORBIUS.

HE SUCCEEDED FAR **TOO WELL!** NOW, HE IS...

MORBIUS, THE LIVING **VAMPIRE!**

AND HE HAS JUST **RETURNED** TO A WORLD HE WISHED TO **ESCAPE.**

WHY?! WHY HAVE YOU **DONE** THIS?

WHY FORCE ME TO COME **HERE**... WHERE I'M A BLOOD-LUSTING **MONSTER?!**

NO NEED TO **SHOUT,** MICHAEL... I AM **WITH** YOU, A **PART** OF YOU.

TO START... LET'S **SMASH** THOSE **DIMENSION-SPANNING BANDS** THAT BROUGHT US HERE.

FOR A MOMENT, MORBIUS **RESISTS**...

IT BECOMES A MOMENT OF CONSIDERABLE **PAIN!**

AAAGHHH!

WRAK!

THANK YOU, MICHAEL. THAT WAS A **FASCINATING** EMOTIONAL DISPLAY.

BUT, OF COURSE, I CRAVE **MORE.** PLEASE... **FLY!**

SEND YOUR HOLLOW-BONED BODY **GLIDING--**

--IN SEARCH OF PREY!

BUT, CHILL, PELTING **RAIN** HAS EMPTIED THE SIDEWALKS OF 'PREY'...

DESPITE THE **VOICE** GOADING HIM FROM WITHIN...

...MORBIUS SEARCHES IN **VAIN.**

UNTIL...

THERE! THAT LONE NEWS VENDOR...

THE **BLOOD URGE** SEIZES MORBIUS. HE FEELS EXCITE-MENT, REVULSION...

...AND THE ALIEN FORCE NOW PART OF HIM **REVELS.**

THEN...A **DELAY.**

DELIVERY, MAXIE!

BEEP BEEP

DAILY BUGLE

THE **VEHICLE!** YOU REACT **STRANGELY** TO IT.

IT PROVOKES **MEMORIES.** ANGER. HUMILIATION. DEFEAT. A **WEALTH** OF FEELINGS...

...BECAUSE OF THAT **PICTURE!** AN OLD **FOE** OF YOURS, MICHAEL!

WHAT **RICH** POSSIBILITIES!

DAILY BUGLE

SPIDER-MAN

...ACE TO MILLIONS

MOVE, MICHAEL!

FORGET **HUNGER...** FORGET YOUR **CHOSEN** VICTIM.

I HAVE A **MUCH** BETTER PLAN!

THE DAILY BUGLE BUILDING. DOWNSTAIRS THE NIGHT SHIFT IS HARD AT WORK...

ILY BUGLE

BUT UPSTAIRS, IN THE EXECUTIVE OFFICES, ONLY A SOLITARY LIGHT STILL BURNS...

...AS GLORY GRANT WAITS OUT THE STORM!

GUESS MR. PARKER'S CAUGHT IN THE DOWN-POUR SOMEWHERE.

NO BIG THING... I'VE GOT A MESS OF FILING TO CATCH UP ON ANY-WAY.

JUST SO WE GET GOING BEFORE ALL THE SUPER-MARKETS CLOSE.

HOPE HIS IDEA OF SAVING MONEY BY POOLING OUR GROCERY SHOPPING WORKS! ON WHAT JONAH JAMESON PAYS I NEED--

FAR OUT! THIS IS ONE OF PETE'S PHOTOS!

HOW DOES THAT BOY GET SUCH STUFF?

SUPPOSE IT'S A MATTER OF BEING IN THE RIGHT PLACE AT THE RIGHT TIME...

...OR THE WRONG ONE, GLORY!

SWEET HEAVEN...! W-WHAT--?!

BRASH!

I'VE SEEN ENOUGH, GIRL! YOU POSSESS WHAT I SEEK!

WHO SAYS YOU'RE NOT LUCKY, PARKER?

FIRST YOU FIND AN AWNING TO DUCK UNDER... THEN AN UMBRELLA PEDDLER HAPPENS BY.

YOU'RE ALMOST AT THE BUGLE AND BARELY EVEN--

WHUP!

--WET!

DESPITE THE SUDDEN SOAKING, PETER FIXES HIS UMBRELLA, AND FINDS...

...HE REALLY IS LUCKY!

GLASS!

GOOD LORD! I-IT'S... GLORY!

AND SHE'S BEING CARRIED AWAY BY... MORBIUS!

WHY IN THE NAME OF GOD ARE YOU DOING THIS? WHY?!

I SEEK SPIDER-MAN, WOMAN!

AND I'M DRIVEN BY TOO MANY DEMONS TO BE GENTLE OR REASONABLE AS I DO IT!

BUT I DON'T--

NO *LIES!* OBVIOUSLY, YOUR *NEWSPAPER* FOLLOWS HIS ACTIONS *CLOSELY.*

AND FROM THE MATERIAL I SAW IN YOUR *HANDS* TONIGHT--

--*YOU* OBVIOUSLY *HANDLE* SUCH INFORMATION!

NOW YOU'LL TELL *ALL* YOU KNOW ABOUT *CON-TACTING* SPIDER-MAN--

LORD IN HEAVEN! YOU'RE *WRONG* ABOUT--

--OR FEEL THE *FANGS* OF THE LIVING *VAMPIRE!*

FEAR TIGHTENS GLORY GRANT'S *THROAT*...SHE CANNOT SPEAK, EVEN TO *SAVE* HERSELF.

THIS NIGHT, SHE DOESN'T *HAVE* TO.

YOU WANTED *CONTACT* WITH ME, CHUCKLES?

WAM!

HOW'S *THIS?!*

IT'S ENOUGH. ENOUGH TO SEND MORBIUS HURTLING FROM *ONE* BUILDING...

...TO THE OUTDOOR TERRACE OF *ANOTHER!*

KRASH!

IN THE *PAST,* I FELT SOME *SYMPATHY* FOR YOU...YOUR CONDITION.

BUT AFTER SEEING YOU *TERRORIZE* THAT GIRL--

--NO MORE *HOLDING BACK!*

BELIEVE ME, YOU OVERCONFIDENT FOOL--

--THERE IS NO REASON FOR YOU TO!

PDOM!

THIS IS WHAT I THINK OF YOU, YOUR SYMPATHY, AND YOUR SO-CALLED SUPER-POWERS!

HE'S RIGHT ABOUT THE OVER-CONFIDENT.

THUP

IT'S EASY TO FORGET WHEN A GUY FEELS LIGHT AS A KLEENEX... THAT HE STILL CAN HIT LIKE AN H-BOMB!

IT WON'T HAPPEN AGAIN, MORBIUS! WHEN I REACH YOU THIS TIME--

PETER'S TOTAL **CONCENTRATION** IS ON RESUMING COMBAT WITH HIS DEADLY FOE...

...A TACTICAL **ERROR** WHEN YOU'RE IN THE MIDDLE OF A NEW YORK **STREET.**

SPIDER-SENSE TINGLING! NO TIME TO THINK... GOTTA **MOVE!**

HE LEAPS... NOT **QUITE** CLEAR.

WOK!

THE VEHICLE'S SIDE MIRROR CLIPS HIS **WRIST**... HARD...

...SPINNING HIS **BODY**...

THAM!

...BACK **AGAINST** THE TRUCK!

END RESULT: **PAIN!**

KRAKNG!

HE'S YOUNG, ULTRA-STRONG... HE **SURVIVES.** GIVEN A FEW MINUTES, HE'LL BE **OKAY**...

...BUT MORBIUS ISN'T **ABOUT** TO GIVE HIM **ANYTHING!**

FORTUNATELY, THINGS ARE NOT THIS BAD ALL OVER...

FOR INSTANCE, IN THE FOREST HILLS APARTMENT OF MAY PARKER...

THE RAIN SEEMS TO BE LET-TING UP--

--YOU'LL BE LOSING MARY JANE AS FORCED LABOR, MAY.

YOUR NIECE BELIEVES IN SENIOR CITIZEN POWER, ANNA--

--EVEN IF YOU'RE UNCERTAIN ABOUT FIGHTING CITY HALL!

FOR SURE, MRS. P--

--BUT I DID DROP BY JUST TO SAY 'HELLO.' GOT A BIG PART IN A SMALL INDUSTRIAL FILM TOMORROW--

--SO I WANT SCADS OF BEAUTY SLEEP TONIGHT.

SEE YOU ON THE BARRICADES, LADIES.

DEPEND ON IT, DEAR! AND TELL PETER--

--NOT TO FORGET HIS RUBBERS IN THIS WEATHER!

MARY JANE'S VISITS ARE NICE, MAY, BUT I DO WISH SHE WERE MORE SETTLED.

ONE DAY SHE'S DANCING, THE NEXT ACTING, THEN MODELING...!

IT WOULD BE SO SWEET IF SHE AND YOUR NEPHEW WOULD FINALLY--

THEY'VE GOT TO LIVE THEIR OWN LIVES, ANNA... AND WE'VE GOT TO FIGHT FOR THE RIGHT TO LIVE OURS!

GREY PANTHER POWER... RIGHT UP!

UH...ISN'T THAT ON, MAY?

NOW LET'S SHIFT BACK TO MAN-HATTAN...

...AND A STRANGE TURNABOUT!

H-HUH?! HE HAS ME COLD... AND CHANGES HIS MIND?

OR HAS IT CHANGED FOR HIM...

MADNESS! I WAS ABOUT TO END IT...

PRECISELY, MICHAEL. AND I DON'T WANT YOU TO --

--NOT WITH THE DELICIOUS EMOTIONS THIS BATTLE IS RAISING!

EMOTIONS BUILDING EVEN HIGHER AS PETER GETS UP AND REALIZES...

MORBIUS KEEPS SOARING UPWARD! HE'S HEADED BACK FOR GLORY!

I'VE GOT TO --

--MY WEB-SHOOTERS! THEY'RE NOT WORKING!

CRIPES! THEY'RE HOPELESSLY MESSED UP!

MUST'VE HAPPENED WHEN THAT TRUCK CLIPPED ME!

ALL RIGHT! EVEN WITHOUT WEBBING, I'M STILL SPIDER-MAN--

--AND AS LONG AS THERE'RE WALLS, I'M STILL IN BUSINESS!

BUT CAN I MATCH THE SPEED HE'S GETTING OUT OF THOSE AIR CURRENTS?

AND THE ANSWER TO THAT QUESTION WILL NOT BE LONG IN COMING...

CAN'T KEEP WAITIN' TO BE RESCUED, GIRL! EVEN IF HIGH HEELS AREN'T THE BEST FOR CLIMBING ON RAIN-SLICK METAL, IT'S TIME YOU--

OH, LORD! HE'S BACK!

TOO FAST, MICHAEL. YOU'VE REACHED HER MUCH TOO SOON.

I WANTED THE SPIDER-MAN TO--

I ALSO HAVE WANTS! I HAVE A THIRST THAT CAN WAIT NO LONGER!

TRY THE NEAREST SODA FOUNTAIN, DARK EYES! THE LADY'S NOT FOR DRINKING!

:UFFF!: SPIDER-MAN! W-WHERE DID YOU COME--

UP THE BACK OF THE WATER-TOWER!

NOW HOLD TIGHT! THIS IS GONNA BE A ROUGH TRIP!

BEGINNING WITH A LEAP OVER THE ROOF'S EDGE...

...ONTO THE SIDE OF THE BUILDING!

DEAR HEAVEN! I THINK I MAY BE SICK!

AFTER WE'RE DOWN! GOTTA DO THIS QUICKLY, BEFORE MORBIUS--

--SWOOPS DOWN TO STRIKE AGAIN!

HE'S KNOCKING US LOOSE!

KLAP!

MY FEET... ARE STILL... CLINGING...!

BUT... WITH OUR COMBINED WEIGHTS... THAT'S--

--NOT ENOUGH!

BUT AN INCH-WIDE LIP OF CONCRETE, MEANT PURELY AS DECORATION...

SKRIITCH

...IS ENOUGH...

...WHEN ONE HAS THE PROPORTIONATE STRENGTH OF A SPIDER!

THWAM!

IT'S OVER, GLORY...! BUT--

--ONLY UNTIL HE TRIES AGAIN!

HE ISN'T MOVING, SPIDER-MAN. JUST STARING. AND HIS BODY SEEMS TO BE--

--SHAKING! ALMOST AS IF HE WERE STRUGGLING WITH HIMSELF!

NO MORE! I KILL TO FEED MY BLOOD LUST, TO PRESERVE MY LIFE!

AND THAT DISGUSTS ME!

BUT YOU MAKE IT A GAME, PROLONGING IT FOR SHEER PLEASURE! I WON'T SUBMIT TO SUCH OBSCENITY ANY--

YOU WILL SUBMIT, MICHAEL MORBIUS!

YAAAAAHH!

WHEN I EXERT MY FULL POWER, YOU WILL DO AS I SAY!

YOU WILL ATTACK THEM AGAIN AND AGAIN... SO LONG AS IT PLEASES ME.

STARTING NOW, MICHAEL--

--THE EMPATHOID COMMANDS!

NEXT: ...THE STUNNING SECRET OF THE UNBELIEVABLE EMPATHOID! ...AND ONLY ONE SHALL SURVIVE!

THE SPECTACULAR SPIDERMAN ®

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

NOW! THE FINAL BATTLE WITH MORBIUS!

Gulacy

...AND ONLY ONE SHALL SURVIVE!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

ARCHIE GOODWIN WRITER / EDITOR | SAL BUSCEMA & MIKE ESPOSITO ARTISTS | JOHN COSTANZA LETTERER | MARIE SEVERIN COLORIST

...and only ONE shall SURVIVE!

THAT GLOW AROUND MORBIUS...! I-IT'S... SOME SORT OF FIGURE!

AND FROM HIS SHOUTS, IT SEEMS TO BE CONTROLLING HIM, GLORY--

--FORCING HIM TO ATTACK US!

WELCOME TO THE MIDDLE OF A RUNNING BATTLE--BEGUN LAST ISSUE--BETWEEN WALL-CRAWLER AND LIVING VAMPIRE! AT STAKE...

...THE LIFE OF SPIDEY'S FRIEND, GLORY GRANT! AND AT THIS MOMENT...

...THE ODDS DON'T FAVOR THE GOOD GUYS!

THE PAIN... I CAN'T STAND THE PAIN...

NO ONE CAN, MICHAEL. NOT WHEN I EXERT MY FULL POWER!

THUS AS THE THING USING HIM FADES BACK WITHIN HIM, MICHAEL MORBIUS HAS NO CHOICE BUT TO OBEY AND...

ATTACK!!

THE EMPATHOID COMMANDS!

WE'RE SITTING DUCKS ON THE WALL! MORB PROVED THAT WITH HIS LAST ATTACK--

--BY NEARLY KNOCKING US TO THE STREET! SO--

STEEL YOURSELF, PRETTY LADY--

--REST OF THE RIDE'S GOTTA BE STRICTLY EXPRESS!

AND WHEN ONE HAS THE PROPORTIONATE POWER OF A SPIDER...

TWUM

...WIDELY SEPARATED BUILDINGS BECOME NO BETTER THAN...

...BILLIARD CUSHIONS! AND--

WUP

MORBIUS CAN'T CHANGE COURSE FAST ENOUGH TO CATCH US!

AT LEAST NOT UNTIL WE REACH THE GROUND--

LIKE NOW! MAKE FOR SOMEPLACE SAFE, GLORY--

--WHILE I GIVE FANGS--

--THE CONFRONTATION HE WANTS!

AND HE'LL PROBABLY SHRUG *THIS* OFF LIKE ALL MY *OTHER* BLOWS TONIGHT!

BI'AM!

MORBIUS MAY HAVE GOTTEN HIS POWERS THROUGH *SCIENCE* INSTEAD OF THE *SUPERNATURAL*--

--BUT HE'S MORE *DANGEROUS* THAN ANY MONSTER *HAMMER FILMS* EVER SPRUNG ON THE PUBLIC!

AND THOUGH **GLORY GRANT** MAY NOT KNOW THIS... SHE CERTAINLY **SENSES** IT! SHE DOES NOT STOP RUNNING; SHE DOES NOT LOOK BACK... **SOMETHING** MIGHT BE GAINING ON HER!

THE *SUBWAY*! CHANGE BOOTH ATTENDANT CAN PHONE THE *POLICE*--

--IF HE'LL BELIEVE ME!

*MEANWHILE, DOWNTOWN, SOMEONE **ELSE** IS FACING HIS **OWN** KIND OF CRISIS.*

CRAZY. THAT'S WHAT THIS IS...!

YOU OUGHTTA BE SEEING A *SHRINK*... JUST LIKE YOUR *ROOMATE*!

BUT I'VE GOT TO *SETTLE* THIS--

--EVEN IF *BREAKING AND ENTERING* ISN'T THE *FLASH THOMPSON* STYLE!

THERE! NO TURNING BACK NOW.

THAT SHOULD BE THE ROOM AHEAD, WHERE I SAW HER--

--WHEN I WAS WATCHING EARLIER FROM THE STREET.

SHA-SHAN!

F-FLASH?

YOU SHOULD NOT BE HERE! YOU MUST FORGET ABOUT ME!

THE GIRL WHO SAVED MY LIFE IN VIETNAM...?*

*AS TOLD IN AMAZING SPIDER-MAN #108--ARCHIE.

NO WAY, LADY! I ALWAYS FELT THERE COULD HAVE BEEN SOMETHING BETWEEN US--

AND SEEING YOU AGAIN AFTER SO LONG, WORKING IN THE RESTAURANT DOWNSTAIRS--

--I KNEW IT!

I DON'T KNOW WHY THE BALD-HEADED CREEP WHO RUNS THE PLACE KEEPS HIDING YOU--

--INSISTING YOU DON'T EXIST! BUT WHATEVER HIS HOLD, I'LL--

YOU WILL LISTEN!

I HAVE SOUGHT TO AVOID AN EMBARASS-ING CONFRONTATION! OBVIOUSLY YOU WILL NOT PERMIT THAT!

TELL HIM, WOMAN!

F-FLASH, THERE CAN BE NOTHING BETWEEN US.

I AM...MARRIED, FLASH! THIS MAN-- ACHMED-- IS MY... HUSBAND!

I-I AM SORRY, FLASH. I WISH--

ENOUGH. YOU AND YOUR WISHES--

--ARE NO LONGER HIS CONCERN.

YEAH...

I'LL SEND A CHECK FOR THE BROKEN ROOF LOCK AND...ANY... OTHER... DAMAGES...

FLASH THOMPSON -- WHO HAS LONG FELT LOST, UNCERTAIN, SINCE HIS RETURN FROM A DEVASTATING AND UNPOPULAR WAR -- WALKS OUT SLOWLY INTO THE DARKNESS..

...MORE LOST, MORE UNCERTAIN THAN EVER.

AND YET, IT IS NOT TRULY OVER...

...UNLIKE, SAY, A PARTICULAR BATTLE WAGED UPTOWN.

I-I DECKED HIM...! WITH ONLY ONE PUNCH?

HARD TO BELI-- THAT GLOW AGAIN!

I MADE AN ERROR, FORCED HIM TO FIGHT TOO LONG--

--WITHOUT THE BLOOD HE NEEDED.

W-WHO--?!

I AM THE EMPATHOID!

AND WITH MY FIRST HOST NOW UNCONSCIOUS--

--I NEED YOU.

SOMEHOW, I'M NOT FLATTERED.

NOW, STAY BACK OR--

DON'T BE FOOLISH. THE BIO-CHEMICAL NATURE OF MY BODY--

--MAKES INJURING ME ALMOST IMPOSSIBLE. IT WOULD BE BETTER NOT TO RESIST--

UH-OH!

PLOOSH!

--AS I FUSE MY BEING INTO YOURS!

I-IT'S LIKE FIGHTING AGAINST SILLY PUTTY!

BUT I CAN'T JUST LET HIM TAKE ME OVER LIKE HE DID WITH MORBIUS--

--I CAN'T! I--

AAGHHHH!

YES. IT IS PAINFUL. BUT... I DID WARN YOU.

AND ONCE IT'S DONE--

"--YOU'LL UNDERSTAND ME BETTER."

INSTANTLY, MADDENINGLY, THE GLOWING FIGURE VANISHES WITHIN HIM...

...AND, IN PLACE OF PAIN, SPIDER-MAN SUDDENLY HAS MEMORIES. MEMORIES OF EVENTS HE DID NOT TAKE PART IN, AND COULD NOT POSSIBLY KNOW...

...BEGINNING WITH MICHAEL MORBIUS' ARRIVAL IN A WORLD NOT HIS OWN.

IT'S DONE! THESE DIMENSION-SPANNING PALM-BANDS--*

--HAVE FREED ME FROM HAUNTING EARTH AS A BLOOD-LUSTING MONSTER! B-BUT--

* ACQUIRED FROM THE LIVING ERASER IN MARVEL 2-IN-1 #15-- AVID ARCH.

--THIS DIMENSION APPEARS TOTALLY BARREN, UTTERLY WITHOUT LIFE--

--WITHOUT PREY!

AND WITHIN SPIDEY'S MIND'S EYE, HE SEES MORBIUS TAKE FLIGHT...

...FEELS THE LIVING VAMPIRE TORN BETWEEN SELF-DISGUST AND THE DESIRE TO SURVIVE.

SOME MANNER OF STRUCTURE ON THE HORIZON!

A BUILDING... LIFE!

RATHER...A PLACE WHERE LIFE HAD BEEN!

RUINS! SO LONG ABANDONED THE SHIFTING SANDS HAVE ALMOST BURIED THEM!

RAGE! WHAT A POWERFUL EMOTION! I'VE WAITED CENTURIES TO FEEL IT AGAIN!

WHAT? A STATUE... RISING OUT OF THE SAND!

NO...

I AM THE EMPATHOID. AND WHERE THERE ARE EMOTIONS... I LIVE.

AND RADIATING FROM YOU, I SENSE A WEALTH OF TWISTED, TORMENTED FEELINGS...

...ENOUGH TO WAKE ME FROM WHERE I LAY DORMANT... BURIED.

YOU... READ MINDS?

NO. I READ FEELINGS... SHARE THEM. I EMPATHIZE... SO GREATLY, IN FACT--

--SOME MIGHT SAY I FEED ON EMOTIONS AS YOU, I SENSE, FEED ON BLOOD!

H-HOW CAN THIS BE...?

AND CALMLY, COLDLY, THE EMPATHOID **SPEAKS**... TELLS OF HIS **CREATION** THROUGH BIO-ORGANIC CHEMISTRY AS A **SUPERIOR** FORM OF ANDROID, ONE WHICH WOULD BE BETTER **ATTUNED** TO ITS HUMAN MASTERS BECAUSE IT **SHARED** THEIR FEELINGS.

ALAS, MICHAEL MORBIUS... I WAS *IMPERFECT*. ONCE I *TASTED* EMOTION... I CRAVED *MORE*, EVER STRONGER, EVER MORE *VIOLENT*.

SINCE MY *BODY* WAS DESIGNED TO BE SELF-REGENERATING AND VIRTUALLY *INDESTRUCTABLE*, I ULTIMATELY *EXHAUSTED* AND *OUTLIVED* MY CREATORS. THEIR WORLD BECAME *THIS* BARREN, INESCAPABLE *PRISON*.

INESCAPABLE... UNTIL *NOW*.

YOU HAVE THE MEANS TO *TAKE* US FROM HERE, MICHAEL. BACK TO *YOUR* WORLD...

--AND *ALL* THE FRESH EMOTIONS IT HOLDS FOR ME.

NO! I WON'T GO *BACK!* EVEN IF I *DIE* HERE--

--IT'S BETTER THAN *RETURNING*, REVERTING TO THE *THING* I WAS!

YOU CAN'T *MAKE* ME GO... YOU *CAN'T!*

DON'T BE *SILLY*, MICHAEL. I CAN DO *THAT*... AND MUCH, *MUCH MORE*.

YOU SEE TO *FULLY* ABSORB A PERSON'S EMOTIONS, I MUST BECOME *ONE* WITH THEM--

--*LITERALLY*. IT'S SIMPLY A MATTER OF *RESTRUCTURING* MY ATOMS TO MESH WITH YOURS.

W-WHAT--?!

UNFORTUNATELY, MICHAEL, IF THE PROCESS IS *RESISTED*, IF THE MESHING ISN'T *PERFECT*--

--THE RESULTS ARE *HIGHLY* EXCRUCIATING.

AND IN THE END... *TOO* EXCRUCIATING TO RESIST.

IT IS SOMETHING THAT SPIDEY, BACK IN THE **PRESENT**, THE EMPATHOID DEEPLY SETTLED **WITHIN** HIM...

...**FULLY** UNDER-STANDS.

GOOD! **NOW**--

--THE **BATTLE** CAN RESUME AND I CAN **PLEASURE** IN THE RAW EMOTIONS IT--

GUESS **AGAIN**, PARASITE!

WHILE YOU WERE BRINGING **ME** IN LINE, MORBIUS MUST'VE RECOVERED AND **SPLIT**.

AND I'D BETTER DO THE **SAME**... HERE COMES THE **LAW**!

4 5

DO AS YOU **MUST**... FOR THE MOMENT. **SOON**, HOWEVER, YOU **WILL** FIGHT MORBIUS!

BUT WHAT OF THE LIVING VAMPIRE? AS THE RAYS OF FIRST LIGHT CLIMB THE SKY...

A **FITTING** VICTIM... ONE WHO WAITED TO PREY ON **OTHERS**.

AND NOW THAT MY **THIRST** IS SLAKED, I MUST HAVE **REST**--

--TO BE AT FIGHTING **PEAK** COME NIGHT-FALL, WHEN I SEEK OUT **SPIDER-MAN**--

--AND THE **THING** WHICH NOW **CONTROLS** HIM!

KA-RIPES! MAYBE I SHOULD STICK TA **DRINKIN'** MILK--

'STEADA **DELIVERIN'** IT!

AND AS THE **MORNING** PROGRESSES... SO DO **BATTLE PREPARATIONS**.

THERE! I THINK THE DAMAGE THAT **TRUCK** DID TO MY **WEB-SHOOTERS**--*

--IS **FINALLY** FIXED.

*LAST ISH -- ARCH.

YEAH! THIS MAKES FACING MORBIUS A BIT EASIER.

BUT YOUR EMOTIONS ARE NOT THOSE OF ONE READY FOR COMBAT, PETER PARKER--

TWIP

TWIP

THEY'RE TOO DIFFUSE...TOO VARIED. HARD TO READ... MUCH LESS ENJOY. I CRAVE--

STRONG-- VIOLENT-- EMOTIONS. I KNOW, EMPATHOID, I KNOW.

BUT I'M HUMAN. I GET TIRED.

FOR THE KIND OF BATTLE YOU WANT, I'LL NEED SLEEP.

LEMME DOZE OFF OVER THE SPORTS SECTION, HERE... AND BY EVENING I'LL BE A FIGHTIN' FOOL.

VERY WELL, PETER. UNTIL--

"--TONIGHT!"

IT'S BEEN HOURS, PETER... AND WE HAVEN'T EVEN FOUND MORBIUS.

THE UNDERCURRENT OF ANXIETY WITHIN YOU DOES NOT SATISFY ME. MORE, IT IS SUSPICIOUS AND I--

PATIENCE EMPY... IT'S A BIG CITY, BUT--

--IT JUST SHRUNK!

SPIDER-MAN!

HOLLAND TUNNEL

AT LAST! MY FIGHT IS NOT TRULY WITH YOU--

--BUT THE EMPATHOID MUST PAY FOR TWISTING AND USING ME!

THEREFORE, WE BATTLE TO THE FINISH! AND ONLY ONE SHALL--

-- SURVIVE!

:UNGHHH!:

ULLAND TUNNEL

WUK!

FIGURED YOU MIGHT FEEL THAT WAY, MORB--

--BUT IN MY OWN MIXED-UP MANNER, SO DO I!

AND SOMEWHERE WITHIN SPIDER-MAN... THE EMPATHOID EXALTS!

THEN...

THAT HOLLOW-BONED BODY IS SWELL--

--FOR GLIDING! BUT MY WEIGHT'S GONNA FORCE IT DOWN TO THE--

WEB-SWINGING DOLT!

YOU FORGET MY SCIENCE-SPAWNED STRENGTH!

BWAM

I GUESS I'VE GOT OTHER THINGS ON MY MIND, VAMPIRE!

PETER! WHAT ARE YOU DOING? THIS VEHICLE TAKES US AWAY FROM THE FIGHT!

THIP

GA-TWUD!

NEW JERSEY

DANGER

NO. THE FUEL TRUCK CARRYING SPIDEY AND THE PARASITIC EMPATHOID INTO THE HOLLAND TUNNEL MERELY **MOVES** THE FIGHT...

...EVEN AS A **WESTWARD WIND** MOVES MORBIUS.

SO THAT WHEN THE VEHICLE **EMERGES**...

HE WATCHES THE **TUNNEL**, HOPING I'D FOLLOW **THAT** WAY--

--WHERE MY **GLIDE POWER** WOULD BE **LIMITED.**

THE EMOTION-EATING CREATURE **INSIDE** YOU DULLS YOUR **SENSES**, SPIDER-MAN!

WOW!

MAYBE, FANGS! BUT OBVIOUSLY NOT MY **REACTION TIME!**

THWIP

GOOD, PETER! ALREADY HE RADIATES **ANGRY SHOCK...**

THEN THE EMOTIONS HE RADIATES WHEN I HALIL DOWN **HARD** ON THIS **WEB-STRAND**--

--WILL GIVE A **SEISMOGRAPH** FITS!

BAM!

EXITS

AND THE BATTLE ABOARD THE STEADILY ROLLING TRUCK BEGINS IN **EARNEST**...

...AND CONTINUES AS AN UNSUSPECTING DRIVER REACHES HIS DESTINATION.

COWARD! THAT THING WITHIN YOU IS A GREATER MONSTER THAN I'LL EVER BE!

YET YOU GO ALONG WITH IT RATHER THAN RESIST AS I DID!

I SAW JUST HOW FAR YOUR RESISTING GOT YOU, MORBIUS!

HOLY CRUD!

JERSEY

AND I THOUGHT THE NATURAL GAS SHORTAGE WAS THE WORST THING TO HIT THIS REFINERY!

THE EMPATHOID WILL NEVER FREE YOU, WALL-CRAWLER! NOT UNTIL YOU'RE AN EMOTIONLESS, BURNT-OUT HUSK... DESTROYED LIKE EVERY BEING OF HIS WORLD!

FWIP!

AND I'LL MERELY BE THE FIRST! I'VE CONSIDERED IT ALL, MORBIUS--

WHAT I'M DOING IS THE ONLY THING I CAN DO!

SEEKING TO ESCAPE ME WON'T HELP!

NOTHING CAN HELP YOU NOW... EXCEPT YOUR DEATH!

SORRY, DARK-EYES--

WUNK!

--I'M NOT READY TO ACCEPT THAT!

VERY SENSIBLE, PETER. AND YOUR TACTICS ARE CLEVER.

THIS CHASE IS DRIVING MORBIUS INTO A MOST SATISFYING EMOTIONAL FRENZY!

AND THE DEADLY RUNNING BATTLE GOES ON... ON TO THE SUBURBS... TO A COLLEGE CAMPUS AND ITS--

--FOOTBALL STADIUM! PLACE I READ ABOUT IN THE PAPER THIS MORNING!

WAIT! I SENSE A STIRRING OF... HOPE WITHIN YOU!

AS THOUGH... THIS STRUCTURE HAS BEEN YOUR GOAL ALL ALONG!

FWIP!

PETER, IF THIS IS A TRICK, YOU'LL SUFFER VERY--

THAT FEELING! WH-WHAT--?!

WELCOME TO YOUR FIRST FOOTBALL GAME, EMPATHOID--

KILL THE REF!

--IT'S A SPECIAL OFF-SEASON MATCH TO RAISE FUNDS. BUT THE TWO TEAMS ARE VERY CLOSE RIVALS--

--AND EMOTIONS ARE RUNNING VERY HIGH!

GO THRU 'EM!

SMEAR THE LINE-BACKER!

SPIDER-MAN'S BODY GOES SUDDENLY-- INVOLUNTARILY--**RIGID** AS THE STRANGE ENTITY LOCKED WITHIN HIM WILDLY **REACTS.**

I-IT'S LIKE A **WAVE** STRIKING... SO **MUCH** EMOTION--

--SO MANY **PEOPLE** MY SPARSELY POPULATED **HOME-WORLD**--

--SELDOM **HAD** SUCH CROWDS! IT'S **FASCINA-TING!** IT'S--

TOO FASCINATING. FOR A CERTAIN **RUNNING BATTLE** HAS BEEN FORGOTTEN...

FORGOTTEN...

...EXCEPT BY THE VENGEANCE-OBSESSED **MICHAEL MORBIUS!**

WRAM!

:AGHHH!!:

THE CHASE IS **OVER,** WALL-SCALER!

NOW THE **PURGE** BEGINS--

AND THE **EMPATHOID** CAN ONLY BE PURGED WITH **YOUR** DEATH!

MORBIUS... **NO!** YOU'RE MAKING A **MISTAKE!**

TOO LATE TO **REASON** WITH HIM! BUT IF OUR MOMEN-TUM CARRIES US OUT **FAR ENOUGH**--

"--I CAN FIRE A **WEB-LINE** AT THE GOAL POST AND **MAYBE,** IF I GET VERY **LUCKY**--"

SCORE!

GOAL

HEY! W-WHA--?

HOLY CRUD!

60

:UNGFF!: THAT BREAKS OUR **FALL**...THE **HARD WAY!** BUT IT'S BETTER THAN BREAKING OUR **NECKS!**

QUESTION **NOW** IS, HAS MY PLAN BEEN **RUINED** OR--

FLAM!

AND THE STADIUM CROWD SURGES TO ITS **FEET**--SOME IN **FEAR,** SOME IN **CONFUSION,** OTHERS IN **ANGER**--BUT NO ONE **FAILS** TO REACT.

SOMEBODY **DO** SOMETHIN'! THAT SPIDER-MAN'S A **MENACE!**

NO! B-BUT--

THE ONE HE'S FIGHTIN' IS A **VAMPIRE**... A **MONSTER!**

THE REACTION **BUILDS**... A MASSIVE **MAELSTROM OF EMOTION** SWIRLING, **GROWING,** REACHING OUT TO...

...THE EMPATHOID!

IT...IS... BEYOND BELIEF...!

NEVER HAVE I EXPERIENCED **ANYTHING** SO...SO...

R-REF...! WHAT'S GOIN' ON?

I **DUNNO**... BUT IT SCARES THE **BEJAB-BERS** OUTTA ME!

ALL THESE EMOTIONS... I-IT'S OVERWHELMING! MORE THAN I...THAN I CAN...

YAHHHH!

THE SCREAM RISES FROM SPIDER-MAN'S MOUTH...

...BUT IT ORIGINATES WITH THE BIO-ORGANIC BEING WHO HAS LIVED BY FORCE INSIDE HIM...

...AND SUDDENLY LIVES NO MORE!

I-IT... WORKED.

YOU PLANNED THIS...?

I GAMBLED THAT IF HE COULD FEED ON EMOTIONS... HE COULD ALSO OVERDOSE ON THEM!

BUT NO TIME TO CELEBRATE... HERE COME THE STADIUM GUARDS!

TOO LATE...

...TO PREVENT A SWIFT JOURNEY BACK TO THE SHADOWED ROOFTOPS OF MANHATTAN.

I LEAVE YOU NOW, SPIDER-MAN--

ANY FIGHT WE HAVE CAN COME ANOTHER DAY.

UNLESS YOU FIND A CURE FOR YOUR SPECIAL CURSE... I'M AFRAID SO, MORBIUS.

MEANTIME, I'LL LEAVE THE EMPATHOID'S BODY WITH THE FANTASTIC FOUR FOR SAFE-KEEPING... AND PRAY IT NEVER HAS 'ANOTHER DAY!'

NEXT ISSUE: THE WHITE TIGER!

THE SPECTACULAR SPIDERMAN ®

30¢ CC

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

FIRST TIME EVER IN A COLOR COMIC-- MARVEL'S MOST CONTROVERSIAL CREATION!

THE FLAMES OF PROTEST!

THE WHITE TIGER STRIKES!

NO RETREAT

ACTION! NOT TALK!

NOW!

FIGHT BACK!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

BILL MANTLO WRITER * SAL BUSCEMA & MIKE ESPOSITO ARTISTS * JOHN COSTANZA, letters PHIL RACHE, colors * A. GOODWIN EDITOR

SPRING RECESS IS OVER AT EMPIRE STATE UNIVERSITY AS THOUSANDS OF BOOK-LADEN INNER CITY STUDENTS FLOCK BACK TO CLASS, SEEKING AN EDUCATION, BUT FINDING INSTEAD...
...AND AS PRESIDENT OF THIS UNIVERSITY, I HAVE MADE MY DECISION! ESU'S NIGHT SCHOOL WILL BE SHUT DOWN--
--AND NO STUDENT REVOLUTION IS GOING TO CHANGE MY MIND!!
WHA-A-A-T??
IF I'D KNOWN NIGHT SCHOOL WAS GONNA BE LIKE THIS I WOULD HAVE STAYED AWAKE IN CHEMISTRY III.!
...LIKE A TIGER IN THE NIGHT!

PRESIDENT DWYER CAN'T BE *SERIOUS*! THE NIGHT SCHOOL IS A *BONUS* FOR STUDENTS LIKE *ME*--

--A PLACE TO *MAKE UP* WORK MISSED DURING *DAY CLASSES*--

--BUT WHAT ABOUT ALL THE KIDS WHO CAN'T *AFFORD* DAY SCHOOL? KIDS STRUGGLING TO FIND *JOBS*? NIGHT SCHOOL'S THEIR ONLY *HOPE*!

WITHOUT AN EDUCATION WE'RE SECOND CLASS CITIZENS!

AND THEY'RE NOT ABOUT TO GIVE IT UP WITHOUT A FIGHT, MR. PARKER!

THE CITY'S IN A MONETARY *CRISIS*! DECISIONS *MUST* BE MADE! IT WAS EITHER THE *DAY SCHOOL* OR--

OR THE *POLICE*!

YEAH! HOW COME YOU CAN AFFORD *COPS* BUT CAN'T AFFORD *US*?!

FIRE DWYER

STOP THE

FIGHT

THIS IS GETTING *UGLY*, SIR!

THESE KIDS DON'T WANT A *BATTLE*-- THEY WANT AN *EDUCATION*!

ABRE LAS PUERTAS! OPEN THE DOORS!

BUT IF THERE'S NO *MONEY* IN THE *BUDGET*...

KEEP E.S.U.'s NIGHT SCHOOL *OPEN*!

GIVE US OUR *SCHOOL* BACK!

VIVA LA LUCHA

FIRE DWYER! *FIRE DWYER*! *FIRE DWYER*!

SUDDENLY, A SPOKESMAN EMERGES FROM OUT OF THE ANGRY CROWD...

THE STUDENTS ARE *RIGHT*! YOUR DECISION IS NOT ONLY *INFLAM-MATORY*--

--BUT *RACIST*, AFFECTING BLACK AND HISPANIC STUDENTS *MOST*!

HEY! IT'S *PROF. VASQUEZ* FROM ETHNIC STUDIES!

THERE ARE *OTHER* WAYS OF GETTING MONEY FOR E.S.U. THAN *CLOSING* THE SCHOOL--AND THEY *KNOW* IT!

VIVA LA

GO ON! *ASK* THEM--

--ABOUT THE MULTI-MILLION DOLLAR *BID* FOR THE *ERSKINE MANU-SCRIPTS* IN THE E.S.U. LIBRARY! A BID THEY *REJECTED*!

BUT... THAT'S THE SCHOOL'S MOST *PRICE-LESS*--

...POSSESSION! E.S.U. WILL NOT RELINQUISH WHAT IS CONSIDERED AN INVALUABLE SCIENTIFIC TREASURE FOR MERE FINANCIAL REMUNERATION!

SAVE E.S.U

DOWN WITH DWYER

WIN

THAT IS MY FINAL WORD!

WE'LL FIGHT YOU, DWYER-- VENCEREMOS!

CALL THE BOARD OF TRUSTEES--THEY KNOW WHAT MUST BE DONE!

YES, SIR!

DWYER'S GONE--!

WHAT NOW, PROF? YOU GOT ANY ANSWERS?

WE'VE GOT TO KEEP UP THE PRESSURE-- MOBILIZE PUBLIC OPINION SO PEOPLE KNOW E.S.U. CARES LESS ABOUT ITS LIVING STUDENTS THAN IT DOES ABOUT A BOOK--

--BY A LONG-DEAD SCIENTIST!

RIGHT ON, MAN!

AND AS THE DEMONSTRATION BREAKS UP...

CARAJO! MY FIRST DAY OF COLLEGE--AND MY LAST!

YEAH, IT'S KIND OF TOUGH! WHERE DO YOU GO FROM HERE?

ONLY ONE PLACE TO GO--

LIBERTAD PARA PUERTO

--BACK TO THE SOUTH BRONX...THE UNIVERSITY OF THE STREETS! GET A GOOD SCHOOLIN' THERE--

--IF YOU'RE INTO LEARNIN' ABOUT DOPE, NUMBERS, RATS AND POVERTY!

HEY, HOMBRE-- I DON'T MEAN TO COME DOWN ON YOU! IT'S OUR PROBLEM--

LIBERTAD PARA PUERTO RICO

--AND THE PROF'LL HELP OUR PEOPLE DEAL WITH IT! BUT YOU...

...YOU'RE WHITE, AMIGO! THIS JUST DON'T AFFECT YOU AT ALL!

I'VE...GOT TO THINK ABOUT THAT, 'AMIGO!'

WHILE, IN THE OFFICE OF PRESIDENT DWYER...

BLAST IT! THIS IS A COLLEGE, NOT A CHARITY!

SURELY WE COULD RE-CONSIDER OUR POSITION ON THE ERSKINE PAPERS, SIR! AFTER ALL--

THE ERSKINE MANUSCRIPT IS WORTH FAR MORE THAN ANY OF THOSE LOUDMOUTHED SLUM KIDS WILL EVER AMOUNT TO!

IF THEY WANT AN EDUCATION, LET 'EM WORK FOR IT-- LIKE I DID!

AND AS FOR THEIR HYSTERICAL DEMONSTRATIONS, WELL-- REMEMBER THE 60'S, GENTLEMEN!

THERE ARE WAYS OF DEALING WITH... RADICALS!

YES...AND MAY GOD HELP US ALL!

SOMETIME LATER, A LONE FIGURE PONDERS AN UN-CERTAIN FUTURE...

MY PEOPLE-- STREET PEOPLE!

HOW'D THE HOMBRE PUT IT: "BEEN DOWN SO LONG IT LOOKS LIKE UP!?"

EVERYTHING WE WON IN THE 60'S IS BEING TAKEN BACK! IT'S THE SAME OLD FIGHT ALL OVER!

WE NEED A SYMBOL-- SOMETHING TO RALLY AROUND! ONE OF OUR OWN... TO GIVE US PRIDE!

PERHAPS IT IS TIME FOR EL TIGRE BLANCO-- THE WHITE TIGER--

--TO PROWL AGAIN!!

DAILY GLOBE

WHO IS THE WHITE TIGER?

HERO OR MENACE

SEE PAGE 3

SPECIAL COLOR ED

WHILE ON THE CAMPUS GROUNDS...

DR. ERSKINE WAS A BRILLIANT *THEORETICIAN* * AND HIS *MEMOIRS* ARE ONE REASON *FUTURE SCIENTISTS* SUCH AS MYSELF *COME* TO *E.S.U.!*

* HE WAS ALSO THE MAN WHOSE *'SUPER-SOLDIER'* FORMULA TRANSFORMED STEVE ROGERS INTO *CAPTAIN AMERICA* --ARCHIE.

WE'RE BEING TOLD TO CHOOSE BETWEEN *KNOWLEDGE* -- AND THE PEOPLE WHO NEED IT THE *MOST!*

I CAN'T MAKE THAT KIND OF CHOICE--

--AND I HOPE PRESIDENT DWYER CAN *SLEEP* TONIGHT HAVING MADE *HIS!*

LIBRARY

TCHIK

SOUND IN THE *SHADOWS!* THE CLICK OF A *SAFETY* BEING RELEASED--

--FOLLOWED BY HARSH *WHISPERS* AS...

GET YOUR FINGER OFF THAT *TRIGGER,* YOU IDIOT! ONE *SHOT* AND WE'LL HAVE *CAMPUS COPS* ALL OVER US!

BUT THAT *KID--!*

WE'LL TAKE CARE OF HIM... *INSIDE!*

BUT THE DARKNESS HIDES *FRIEND* AS WELL AS *FOE!*

THE *LIBRARY!* THAT'S WHERE THE *ERSKINE STUFF* IS--KEEPIN' ME FROM AN' *EDUCATION!*

BUT IT LOOKS LIKE I BEEN *BEAT* TO IT--

--BY A PACK OF *PISTOLEROS!*

THEY WENT IN AFTER THAT *ANGLO* I MET AT THE RALLY! I SHOULD LET 'EM--AH ¿A QUIÉN ESTOY *BACILANDO?*

WHO'M I *KIDDIN'?*

I *STOPPED* BEIN' JUST *HECTOR AYALA* WHEN I PUT ON THESE *AMULETS!*

I BECAME SOMETHIN' *MORE--!*

--THE *WHITE TIGER!*

AND THE MOMENT OF HIS REBIRTH IS...

NOW!

LONG MOMENTS LATER, ON THE DARKENED SECOND FLOOR OF THE E.S.U. LIBRARY...

ERSKINE RO

I SEEM TO BE THE ONLY ONE HERE TONIGHT!

GUESS THE RALLY AT THE GYM MUST BE PACKED!

BUT, JUST AS PETE IS ABOUT TO OPEN THE DOOR TO THE ERSKINE ROOM...

SPIDER-SENSE GOING OFF LIKE FIREWORKS!

THERE'S SOMETHING WRONG HERE!

YOU--!

WHO ARE YOU-- AND WHAT IN BLAZES DO YOU THINK YOU'RE DOING?!!

ISN'T IT OBVIOUS, MI AMIGO? I AM STEALING THE ERSKINE MANUSCRIPTS!

ERSKINE MANUSCRIP

TRY TO STOP ME AND YOU WILL SHARE THE FATE--

--OF THE OVERZEALOUS GUARD AT YOUR FEET!

LIKE HECK I-- WAIT! NOW I KNOW YOU-- FROM THE REPORTS IN THE DAILY GLOBE! *

YOU'RE THE WHITE TIGER!!

SÍ, SEÑOR--

¡--PERO ESE ENTENDIMIENTO NO LE AYUDARA'!

THAT KNOWLEDGE WILL NOT HELP YOU!

KOM!

* AS SEEN IN THE LATE-LAMENTED DEADLY HANDS OF KUNG FU #22--ARCHIE.

NOT USED TO JUMPING AROUND IN *SHOES!* OFF *BALANCE*-- I *SLIPPED* ON THE MARBLE FLOOR!

AND FROM THE WAY I'VE LANDED ON MY *FUNNY BONE*--

--I'M GOING TO BE *LAUGH-ING* ALL THE WAY TO THE *HOSPITAL!*

PERDÓNAME, SEÑOR--BUT I HAVE NOT THE *TIME*--

--TO ENGAGE IN *BATTLE* WITH YOU, FOR THERE IS *MUCH* YET TO BE DONE THIS NIGHT!

THAT'S WHAT *YOU* THINK, TWINKLE-TOES! YOU'RE UP AGAINST--

--*PETER PARKER...?!*

...WHOSE *WEB-SHOOTERS* ARE STILL IN HIS *COSTUME* HIDDEN UNDER HIS *CLOTHES!*

¡*BASTA*, AMIGO! *ENOUGH!* THE GAME IS DONE!

H-HEY! WHAT ARE YOU--?!

WHOM!

UNHH!

CAUGHT IT ON THE *ELBOW* AGAIN!

PAIN SHOOTING THROUGH MY *ARM*-- TIGER'S GETTING *AWAY*-- AND THE SICK PART OF ALL THIS IS--

--THAT I COULD HAVE *STOPPED* HIM IF I'D CHARGED IN HERE AS *SPIDEY!*

BUT *THAT* WOULD HAVE BEEN USING MY *HEAD!*

BUT THE BATTLE (IF YOU WANT TO CALL IT THAT)--

--HAS NOT GONE UN-HEARD!

THE ERSKINE ROOM! SOME-THING'S--

SVAM

HAPPENING IN THERE FOR SURE, COP--BUT IT AIN'T YOUR PROBLEM!

IT'S OURS! IF SOMEBODY'S BEAT US TO THIS HEIST--!

BOSS! FOOTSTEPS COMIN' DOWN THE HALL!

IN THE DARKENED CORRIDOR HE IS A SPECTRAL FLASH OF WHITE, STRIKING FROM OUT OF NOWHERE--

BRAK!

--LIKE A TIGER IN THE NIGHT!

WHO IN BOLTIN' BLUE BLAZES--?!

I--I THINK HE BUSTED MY JAW!

WOULD THAT I HAD DONE SO, SEÑOR! I WOULD NOW BE SPARED--

--THE RISING WHINE OF YOUR OFFENSIVE VOICE!

CHUD!

YOU DIRTY, STINKIN'-- AHHRGH!

MEANWHILE...

WRAM

I DID IT-- PAIN AND ALL!

BUT IF ANYONE HAD *SEEN* PETER PARKER LIFT A HALF-TON OF *BOOK-CASES*...

LUCKILY, NO ONE *DID*-- AND FROM THE *SOUND* OF THINGS, WHITEY'S STILL *OUT* THERE--

--PROBABLY SCRAMBLING WITH THE *CAMPUS COPS*, THOUGH IT'S TOO *DARK* TO TELL!

WELL, *HE* MAY HAVE *STARTED* THIS--

--BUT I AIM TO *FINISH* IT...AS *PETER PARKER* AND WITHOUT PULLING ANY *PUNCHES*!

HEY, YOU--IN THE BLEACHED *BODY-STOCKING*! RE-MEMBER *ME*?

I *OWE* YOU FOR--

EH--¿QUIÉN ES *USTED*, Y POR QUÉ--?!

WHAP

THREE YEARS OF HIGH SCHOOL *FRENCH*--

--ISN'T HELPING ME UNDERSTAND A *THING* THAT'S GOING *DOWN*--

KATRAM!

--EXCEPT THAT IT DOESN'T FEEL *GOOD*!

THE FIGHTING *STOPS* AS SUDDENLY AS IT *BEGAN*!

THE TIGER *STARES* AT THE FALLEN *PETE* IN WHAT CAN ONLY BE CONSTRUED AS...*SHOCK*!

AND THE *GUNSELS* AND *GOONS* TAKE AD-VANTAGE OF THE RESPITE--

--TO BE A HASTY AND STRATEGIC *RETREAT*!

LET'S GET *OUTTA* HERE!

ECHOES DOWN A MARBLE STAIRCASE, THEN SILENCE UNTIL...

YOU! THE GUY WHO LAID ME OUT--STOLE THE ERSKINE PAPERS! AND NOW YOU'RE BEATIN' ON A KID!

YOU LOUSY--!

¡¿QUÉ--?!

THE TIGER DOES NOT WAIT TO FIND OUT WHAT, FOR HE HEARS OTHERS APPROACHING--

STOP, BLAST YOU!

NO, SEÑOR--

--AND HE HAS LEARNED THAT TO WEAR A MASK MEANS TO BE HUNTED!

--I WILL NOT WAIT!

THERE IS MUCH TO DO THIS NIGHT--

--AND IT CAN ONLY BE DONE, BY MOVING WITH THE SWIFTNESS OF THE CAT--

--BEFORE THE TRAIL GROWS COLD! BUENOS NOCHES, SEÑOR!

HIS EYES SCAN THE DARKNESS--

--UNTIL HE SEES THAT WHICH HE IS SEARCHING FOR--

--AND THEN HE IS GONE INTO THE NIGHT!

SORRY TO CALL YOU OUT OF YOUR MEETING, PRES. DWYER, BUT--

WELL, WHAT IS IT, MAN? SPEAK UP!

IT'S THE ERSKINE MANUSCRIPTS, SIR! THEY'VE BEEN STOLEN--BY THE WHITE TIGER!

YOU ALL RIGHT, SON?

ASIDE FROM BEING BEAT TO JELLY...? YEAH, I'M FINE!

BY A PUERTO RICAN HOODLUM, YOU MEAN--IN LEAGUE WITH THE YOUNG THUGS WHO DEFY MY AUTHORITY!

VERY WELL, I'LL FIGHT BACK WITH THEIR METHOD--FORCE! I HEREWITH DECLARE A STATE OF EMERGENCY AT E.S.U.!

LATER THAT SAME NIGHT...

THE TIGER HAD DROPPED FROM *SIGHT* SINCE THAT *GLOBE STORY* A FEW MONTHS BACK--

DAILY GLOBE

--UNTIL *TONIGHT*, THAT IS!

BUT MAYBE I CAN GET A LINE ON WHERE TO *BEGIN LOOKING* FOR HIM--

BUSHK

A-F

--BY CHECKING OUT THE *GLOBE'S FILES* TO SEE WHERE HE'S *BEEN!*

...T...U... V... HERE IT IS--

--W!.

THE FILE IS *THICK!*

WHITE TIGER

FILLED WITH *MEMORIES!*

RI-I-I-GHT! I REMEMBER *READING* HE FOUGHT THE *PROWLER!* *

*DEADLY HANDS #21 --ARCH.

BUT WHO'S--? *TITLE* ON THE *PHOTO* SAYS... *JACK OF HEARTS!* DIDN'T I HEAR SOMETHING ABOUT HIM FIGHTING THE *HULK*--

--JUST A FEW *DAYS* AGO?*

WHITE TIGER

*YEP, IN *HULK #214* ...NOW ON SALE --ARCH.

AND HERE'S THE TIGER WITH *SHANG CHI* AND *IRON FIST!* * HEY, JUST *WHOSE* SIDE IS THE TIGER *ON?*

WHITE TIGER

*DHKF #31 --DITTO.

BUT STILL NO LEAD ON HOW TO *LOCATE*-- *WAIT!*

"...TIGER HAS BEEN SEEN WITH A *BLACK DETECTIVE* FROM HARLEM--

WHITE TIGER

"--BY THE NAME OF NATHANIEL ALEXANDER BYRD--

"--OR... BLACK-BYRD!"

A FAST SPIDER-SWING UPTOWN--

--TO THE ENVIRONS OF 135TH AND LENOX...

...HARLEM!

WHAT THE DEVIL--?!

GET THAT LIGHT OUTTA MY EYES, BRO'--

--AN' CLIMB DOWN OFFA THAT LAMP-POST--

--'FORE I BLOW YOU OFF IT!

PLEASED TO MEET YOU, TOO, BLACK-BYRD!

AIN'T MUTUAL, WALL-CRAWLER!

HEY--DON'T GO AWAY MAD! I JUST NEED SOME INFORMATION...!

DIAL '411, BRO'!

OR TRY THE PUBLIC LIBRARY--

BUT KEEP YER WEBBED HANDS OFFA ME!

THIS HERE'S HARLEM, DO-GOODER! KEEP ACTIN' LIKE YER ACTIN'--

WAP!

--AN' YOU'LL BE FOOD FOR THE FISH 'FORE YOU KNOW WHAT HIT YOU!

LOOK, MAYBE I DID COME ON TOO STRONG --BUT IF YOU DON'T TELL ME WHAT I NEED TO KNOW--

--YOU MAY BE READING THE WHITE TIGER'S OBITUARY IN TOMORROW'S DAILY BUGLE!

BLACKBYRD LISTENS--

--THEN HAILS A PASSING GYPSY CAB!

WHY DIDN'T YA SAY IT WAS ABOUT THE TIGER IN THE FIRST PLACE?

CAR SERVICE

YA DIDN'T GIVE ME A CHANCE!

ALL RIGHT--LET'S BY-GONES BE BYGONES! CABBIE--EMPIRE STATE UNIVERSITY--

--AN' GOOSE THE JUICE!

YOU GOT IT, MAC!

NOW LISTEN UP, WEB-HEAD--

--'CAUSE I GOT A STORY T' TELL YOU THAT STARTS WITH THREE SONS AN' ONE DAUGHTER OF THE TIGER! BOB DIAMOND--ABE BROWN--LIN SUN--LOTUS SHINCHUKO! *

SURE! THEY FOUGHT WITH ME AGAINST SANDMAN AND THE ** ENFORCERS!

* THEY UNITED WAY BACK IN DEADLY HANDS OF KUNG FU #1 --ARCHIE.

** IN MARVEL TEAM-UP #40. --ARCH AGAIN.

"WELL, AFTER THAT THE TIGER SONS HAD THEMSELVES A FIGHT OVER THE LADY!

"THE KUNG FU-ER'S SPLIT UP--

"--AN' CHUCKED THEIR TIGER AMULETS--THE SOURCE OF THEIR POWER--OUT THE WINDOW--

"--WHERE THEY WERE FOUND BY A YOUNG HISPANIC BY THE NAME OF HECTOR AYALA!"

¡HUY! THIS NECKLACE IS OUTTA SIGHT!

BUT IT'S-- TINGLING LIKE CRAZY!

I--I'M CHANGING!

I'M THE WHITE TIGER... AND I AIN'T NEVER GONNA BE THE SAME AGAIN!

(THE PRECEDING FLASHBACK IS BROUGHT TO YOU COURTESY OF DEADLY HANDS #19.)

"GOT TO GIVE IT TO THOSE AMULETS, WALL-CRAWLER! THEY DIDN'T WASTE NO TIME SEEIN' TO IT THAT THE TIGER HAD HIS BAPTISM OF FIRE 'GAINST A GANG--

"--CALLED THE NOMADS!

"ONE KID DIED--COPS BLAMED THE TIGER--

"AN' THAT PUT THE PROWLER ON HIS CASE!

"BUT THE TIGER WAS CLEARED

"--ONLY TO FIND HIMSELF INVOLVED IN THE VENGEANCE-HUNT--

"--OF THE JACK OF HEARTS!

"SEEMS JACK'S DADDY GOT KILLED BY THE SAME UNDERWORLD FORCES--

"--THAT WERE TRYIN' TO SET UP AN INTERNATIONAL DRUG-RUNNING NETWORK USIN' THE SOUTH BRONX AS A BASE!

"THEY CALLED THEMSELVES 'THE CORPORATION'; AN' THEY FAILED 'CAUSE THEY FIGURED ON HELP THEY NEVER GOT FROM A DUDE NAMED--FU MANCHU!

"AN' CAUSE THE TIGER, JACK, IRON FIST AN' SHANG CHI STOPPED 'EM COLD!

"BUT THE REAL KICKER CAME WHEN THE TIGER FOUND OUT HIS OWN BROTHER--FILIPPO--WAS THE CORPORATION'S LEADER!"

I WON'T LET ANYONE STOP ME--NOT EVEN MY OWN FAMILY!

I HAVE A HUNCH IT WASN'T A HAPPY ENDING, RIGHT?

FILIPPO... DIED. THE TIGER TOOK IT PRETTY HARD!

"I FIGURED WHAT HE NEEDED WAS **ACTION** T' KEEP HIS MIND **OFF** IT, SO I PUT HIM IN TOUCH WITH THE **TIGER SONS**--BUT THEY HAD THEIR OWN **TROUBLES**.' ABE BROWN WAS **MISSING** IN AFRICA AND THEY WERE GETTIN' SET T'GO **AFTER** HIM..."

FAREWELL, WHITE TIGER! I HAD **HOPED** YOU WOULD JOIN US...

IT WAS **HIS DECISION** NOT TO, LOTUS--AND HE WAS **RIGHT**! HE BELONGS **HERE**!

STILL, AS LONG AS HE WEARS THE **AMULETS**--THE **SONS OF THE TIGER** WILL EVER **LIVE ON**!

(AND THERE YOU HAVE A **WRAP-UP** OF **DEADLY HANDS** #20-32--ARCH)

SO HECTOR DECIDED TO TRY **NIGHT SCHOOL**--SEE IF HE COULD **MAKE** SOMETHIN' OF HIMSELF! ONLY I HEAR THEY'RE ABOUT TO TAKE **THAT** AWAY...

THAT'S GOTTA **HURT** HIM...**BAD**.

HMMM. ENOUGH TO DO... **ANYTHING** TO STOP IT?

NO--I'M SAYIN' THERE'S NO **TELLIN'** WHAT HE MIGHT DO TO **HANG ON** TO IT!

HERE WE **ARE**, GENTS! FARE'S A **BUCK-FIFTY**!

UH, BLACK-BYRD--THIS COSTUME DOESN'T HAVE A **CHANGE POCKET**! COULD YOU--?

AND MOMENTS LATER...

THANKS, FELLA! MY TREAT **NEXT** TIME!

BLACKBYRD JUST **LAUGHS** AS THE CAB PULLS AWAY--

CAR SERVICE

--AND THEN SPIDER-MAN IS ALONE ON THE MOON-BATHED SIDEWALK, UNTIL...

SPIDER-SENSE TINGLING! GOT TO JUMP THE **WALL**--

--GET INTO THE **SHADOW** OF THE **TREES** BEFORE...

CITY POLICE PATROLLING THE **CAMPUS**! DWYER MUST'VE IMPOSED A **CURFEW**!

BUT THAT'LL ONLY **ANGER** THE STUDENTS--MAKE THINGS **WORSE**! I'VE GOT TO **FIND** THE WHITE TIGER--

--AND **RETURN** THE ERSKINE MANUSCRIPTS--

"--BEFORE THIS WHOLE CAMPUS IS BLOWN WIDE OPEN!"

CUT TO: THE CORRIDORS OF THE ADMINISTRATION BUILDING--

--WHERE ETHNIC STUDIES PROFESSOR RAMON VASQUEZ IS JUST NOW ENTERING HIS OFFICE!

WHAT IS HE FEELING AT THE MOMENT? WORRIED--

--AND JUST A LITTLE BIT... SCARED!

DYWER IS A FOOL! BY REFUSING EVEN TO MEET WITH THE STUDENTS HE--¿QUE ES--?

MY--MY DESK HAS BEEN GONE THRU! MY PAPERS MOVED ABOUT!

AND--AND THIS! DIOS MIO-- WHAT DOES THIS MEAN??

ERSKINE MANUSCRIPTS

IT MEANS, MI PROFESOR--

--THAT LOS MANUSCRITOS DE ERSKINE-- WHICH WERE STOLEN EARLIER THIS NIGHT --ARE IN YOUR HANDS!

POSSESSION OF THIS BOOK PUTS HE WHO HOLDS IT IN A BARGAINING POSITION OF GREAT POWER, WHICH CAN BE USED--

--OR ABUSED, NO?

¡EL--EL TIGRE BLANCO,' WHAT DO YOU WANT OF ME??

SOME ANSWERS, EL SEÑOR VASQUEZ--

--AND I WANT THEM NOW!

SANGRE DE LOS SANTOS-- N-NO!!

YOU HEARD THE MAN, WHITE-EYES-- LET GO!

WHO--?!

I WAS READY TO EXCUSE YOUR THEFT OF THE ERSKINE PAPERS AS A MISGUIDED ATTEMPT TO AID YOUR CAUSE--BUT ASSAULT IS ANOTHER THING, CRUD!

¡EL HOMBRE ARAÑA!

YOU GOT IT, TIGER--SPIDER-MAN!

AND ATTEMPTED MURDER MAKES ME VERY, VERY MAD!

NEXT ISSUE. SPIDER-STRENGTH VS. TIGER-POWER in: SHOWDOWN!

THE SPECTACULAR SPIDERMAN ®

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PETER PARKER, THE SPECTACULAR SPIDER-MAN

SHOWDOWN!

SPIDEY FIGHTS TO THE FINISH AGAINST THE WONDROUS WHITE TIGER AS A CITY TREMBLES!

PEREZ + GIACOIA

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

BILL MANTLO WRITER ✳ BUSCEMA, ESPOSITO & GIACOIA ARTISTS ✳ I. WATANABE, LETTERER SAM KATO, COLORIST ✳ ARCHIE GOODWIN EDITOR

TIGER IN A WEB!

A CAMPUS **PROTEST** OVER THE CLOSING OF EMPIRE STATE UNIVERSITY'S **NIGHT SCHOOL** IS ON THE VERGE OF BECOMING A **RIOT SITUATION** WHEN THE SCHOOL'S MOST **PRICELESS** POSSESSION--THE **ERSKINE MANUSCIPTS**--ARE **STOLEN** BY...

THE **WHITE TIGER**-- ATTACKING **PROFESSOR VASQUEZ!!**

LET HIM **GO**, KILLER--**NOW!**

EH? **EL HOMBRE ARAÑA!**

¡PERO, USTED **NO COMPRENDE!** YOU DON'T **UNDERSTAND!**

G-GKK!

BUT, AS **YOU** (AND **PETE**) WILL SOON **FIND OUT**, DEAR PILGRIMS --THINGS ARE NOT **ALWAYS** AS THEY **SEEM!**

SORRY, WHITEY--THREE YEARS OF HIGH SCHOOL FRENCH--

--DIDN'T PREPARE ME FOR A THING YOU'RE SAY--WHUFF!

D-DIOS MIO! HE--HAS LET GO OF MY THROAT...AT LAST!

THEN I WILL ALLOW MY ACTIONS TO SPEAK FOR ME, SPIDER-MAN!

H-HEY! IS THIS THE SAME GUY WHO TRASHED ME IN THE ESU LIBRARY?!*

KRAAK!

HE MUST HAVE HAD HIS WHEATIES! I DIDN'T EVEN SEE HIM MOVE!

*LAST ISSUE--ARCHIE.

NOW LOOK AT HIM --SQUARING OFF LIKE A PRO! THERE'S SOMETHING GOOFY HERE!

PROFESSOR--KEEP DOWN!

YOU CANNOT PROTECT HIM, SEÑOR!

HE KNOWS WHAT HE HAS DONE!

SO DO I! HE'S TRIED TO HELP THE HISPANIC STUDENTS THROUGH ORDERLY PROTEST--NOT THROUGH THEFT AND INTIMIDATION!

YOUR TACTICS HAVE ONLY MADE THINGS AT ESU WORSE!

WHAP!

THEN YOU ARE MORE DELUDED THAN YOU KNOW--!

SAVE ME THE SPEECHES, "AMIGO!" I SPENT ALL NIGHT TRYING TO CONVINCE MYSELF OF YOUR INNOCENCE..

--TRACING YOU FROM OLD *NEWSPAPER FILES* TO *BLACK-BYRD*, WHO TIED YOU IN WITH THE *SONS OF THE TIGER*--*

--AND I WOULD HAVE *BOUGHT* THE WHOLE, SWEET *STORY*--

BWAM!

UNGHH!

*ALL ALSO EXPLAINED *LAST ISH*--ARCHIE.

--IF YOU HADN'T *ATTACKED* THE *PROF!*

WTAM!

OR IS IT *REALLY* THAT I WANT TO PAY HIM *BACK* FOR TOSSING *PETER PARKER* AROUND?

AMIGO--IF YOUR *GOAL* THIS NIGHT WAS TO AROUSE *ANGER* IN ME--

--YOU HAVE *SUCCEEDED!*

WELL, THAT'S NOT *QUITE* WHAT I HAD IN--*UHH!*

BLAST! HE'S LIKE A *BLUR*--

--AND EVEN IN *WHITE* HE MOVES SO *FAST* THAT HE'S HARD TO FOLLOW IN THE *DARK!* HAVE TO RELY ON MY *SPIDER-SENSE!*

WRAK!

JUST IN *TIME!*

¡OYE! USTED ES MUY *RAPIDO,* SEÑOR--

--BUT NOT FAST *ENOUGH!* THERE IS MUCH TO BE *DONE* IF A *TRAGEDY* IS TO BE *AVERTED*--

AND IF I MUST *DISPOSE* OF YOU *FIRST*, SO *BE* IT!

(YOU HAVE CAUSED GREAT *HARM* THIS NIGHT, RAMON VASQUEZ!)

NO! STAY *AWAY* FROM ME! I DIDN'T *MEAN* TO--

(FOR *YOUR SAKE* I HOPE YOU CAN *UNDO* YOUR DEED--)

(--BEFORE I *RETURN!!*)

SKRASH!

I DIDN'T UNDER-STAND THE *SPANISH* HE THREW AT YOU, PROF--BUT I CAUGHT THE *THREAT!*

YOU'D BETTER *STAY PUT* WHILE I GO *AFTER* HIM!

B-BUT YOU DON'T *UNDER-STAND--!*

THEN *EXPLAIN* IT TO ME WHEN I GET *BACK*, HUH?

ALL RIGHT, TIGER! I'M COMING *AFTER--!*

GONE?! HOW CAN A GUY *DIVE* FROM A *SECOND-FLOOR WINDOW--*

--AND *DISAPPEAR??*

ANSWER: HE *CAN'T!* I'M JUST *LOOKING* IN THE *WRONG DIRECTION!*

--'CAUSE WHILE I WAS GOING **DOWN**, WHITEY WAS ON HIS WAY **UP!**

WELL, WHEN IT COMES TO **WALL-CRAWLING**--

--THE TIGER'S UP AGAINST THE GUY WHO **IN-VENTED THE GAME!**

SPIDER-MAN, **PLEASE!** YOU MUST **LISTEN** TO--

LOOK, PROF-- I **APPRECIATE** YOUR **CONCERN**--

--BUT I'M A **BIG BOY** NOW, AND I'VE GOT A **JOB** TO DO!

IF THE ERSKINE MANUSCRIPTS AREN'T **RETURNED**, THIS CAMPUS WILL BE **TORN APART!**

THE WHITE TIGER **TOOK 'EM**--

--AND **I** INTEND TO GET **'EM BACK!!**

AND, WHEN PROF. VASQUEZ IS AT LAST **ALONE**...

THE **MANUSCRIPTS!** JUST A **BOOK**--THE WORDS OF A **DEAD MAN**...YET WORTH AN INCREDIBLE **FORTUNE!**

THEIR **SALE** WOULD **MORE** THAN PAY TO KEEP THE NIGHT SCHOOL **OPEN**--

--AND KEEP THOUSANDS OF **MINORITY STUDENTS** IN **COLLEGE** AND OFF THE **STREETS!**

ERSKINE MANUSCRIPTS

BUT INSTEAD OF **SHOCKING** THE ADMINISTRATION TO ITS **SENSES**--

--THEIR **THEFT** MAY CAUSE A **BLOODBATH** AT **ESU!**

WITNESS: A MAN ON THE **HORNS** OF A **DILEMMA**--

--AND **ANOTHER** MAN WHO FEELS HIMSELF QUITE **CAPABLE** OF TAKING THE **BULL** BY THE **HORNS! ESU** PRESIDENT **DWYER!**

MY MEN ARE **DE-PLOYED** ABOUT THE **CAMPUS**, SIR!

DO YOU **HEAR THAT,** BRATS? YOU **WANTED** AN **EDUCATION** AND NOW, BY GOD--

--YOU'RE GOING TO **GET ONE!**

BUT THE DISPOSSESSED **STUDENT BODY** OF **ESU'S NIGHT SCHOOL** IS AS COMMITTED TO **THEIR** COURSE OF ACTION AS PRES. DWYER IS TO **HIS**...OR PERHAPS, **MORE--**

--FOR, HAVING **NOTHING,** THEY HAVE SO MUCH **LESS** TO **LOSE!**

FIRE DWYER!

FIRE DWYER!

FIRE DWYER!

"AND 'STAY AWAY WHEN THERE'S A **RIOT** GOIN' ON-- IT'S **STUDENT DEMONSTRA-TION TIME!**"

GET 'EM! NO **PIG** IS GONNA TAKE **OUR** SCHOOL!

MIRA! LOOK-- ON THE **ROOF** OF THE **LIBRARY!**

UNHH! ¿QUIEN?

IF BY THAT YOU'RE ASKING **WHO,** WHITEY--

IT'S JUST THAT L'IL OL' **SPIDER-MAN ...ME!**

WRAM

FINISHING SOME BUSINESS **YOU** STARTED!

TU ES **LOCO,** MY WEBBED FRIEND--

--AND YOU ARE DRIVING **ME** EQUALLY AS **CRAZY!**

WELL, YOU KNOW THE OLD **SAYING,** PASTE-FACE--

--"**MISERY LOVES COMPANY!**"

THOUGH I'VE GOT A **HUNCH** YOU DON'T LOVE **MINE!**

O-OMI-GOSH! HE'S **FALLIN'!**

HE'LL BE **KILLED!**

SORRY, BOYS AND GIRLS-- NOT TODAY!

TWIP!

NOT WHILE I HAVE MY LUCKY PENNY IN MY BOOT--

--AND A LOADED WEB-SHOOTER!

THWAP!

THERE'S ONE YOU CAN TELL YOUR GRANDKIDS ABOUT-- ON THE HOUSE!

SPIDER-MAN!

HEY-- AIN'T HE WANTED?!

JOURNALISTICALLY, AND ACCORDING TO J. JONAH JAMESON, NO-- I'M THE LEAST-WANTED PERSON IN THE BIG APPLE JUST NOW!

BUT IF YOU'RE SPEAKING LEGALISTICALLY... YES--I AM WANTED, AND YOU BLEW IT, FELLAS!

TAA-TAA!

FIRST THE WHITE TIGER, AND NOW SPIDER-MAN! THUGS RUNNING RAMPANT ON CAMPUS!

YOU SEE THE ATMOSPHERE OF ILLEGALITY YOUR ACTIONS HAVE CREATED?

OUR ACTIONS?!

GIVE US OUR HOOL

YOU TAKE AWAY OUR SCHOOL--CALL IN THE GESTAPO--AND THEM BLAME US??

ESU BELONGS TO ITS STUDENTS!

YOU'VE CALLED US EVERYTHING FROM BUMS TO WELFARE-CHEATS! WE'RE PEOPLE, PRES. DWYER--AND WE'RE GONNA WIN WHAT'S OURS--

--'CAUSE, MISTER, WE JUST AIN'T GOT NOTHIN' ELSE!!

FIRE DWYER!

AND, FOR THE FIRST TIME THIS LONG NIGHT, PEOPLE BEGIN TO LOOK AT EACH OTHER AS PEOPLE--AND THINK!

WHILE, ON THE MOON-BATHED ROOFTOP OF A PARTIALLY **BURNT-OUT** WAREHOUSE IN **CENTRAL HARLEM...**

=PUFF= AIN'T AS **YOUNG** AS I USEDTA BE!

SHOULD **LEAVE** THIS KINDA STUFF TO MY **EX-** BUDDIES ON THE **POLICE FORCE!**

BUT WITH THEIR LEAD-FOOTED **ELEPHANT-TROMPIN'** THEY'DA WOKE UP MOSTA **HARLEM** BY NOW!

PROVIDIN' THEY EVEN THOUGHT T'LOOK UP HERE--

--THE WAY **I** DID, AFTER THE **WALL-CRAWLER** DESCRIBED THE **GANG** THAT TRIED T'STEAL THE **ERSKINE PAPERS!**

THAT **BOOK** WAS WORTH **MILLIONS--**

--AND YOU **BLEW IT** BECAUSE OF ONE LOUSY GUY IN A **TIGER SUIT??!***

HE FOUGHT LIKE AN **ARMY,** TURK!

'SIDES-- THEY'RE **BLAMIN'** IT ON THE **WHITE TIGER,** NOT **US!**

THE **BLACK HAND'S** IN THE **CLEAR!**

I WAS **RIGHT!** IT'S **SNAKEYE'S** OLD GANG-- THE **BLACK HAND!** **

TOO MANY TO HANDLE **ALONE!** BEST CALL THE--

* LAST ISH--ARCH.
** **DEADLY HANDS #18**--ARCH AGAIN.

CRASH!

POW! POW!

PTOW!

HOLY--! SKYLIGHT'S **CAVIN' IN!** I'M **FALLIN'!**

BLACKBYRD M' MAN--YOU'RE IN THE **SOUP** NOW...AN' YOU'D BETTER COME UP **SHOOTIN'!**

THERE ARE **SOME PLACES** WHERE YOU JUST **DON'T** DROP IN **UNANNOUNCED!**

NOT UNLESS YOU WANT A **WELCOME** LIKE **THIS!**

IT'S **BLACK-BYRD!**

BLAM! BUDDA BUDDA

DRILL HIM!

AND, ON THE ROOFTOPS OF THE **UPPER EAST SIDE**...

DESPITE MY **SPIDER-STRENGTH** AND **AGILITY**, THE TIGER'S ALMOST AS **FAST** AS I AM!

THIS RACE COULD GO ON ALL **NIGHT** AND NEVER COME TO A **SHOWDOWN**--

--UNLESS MY **WEBBING** CUTS IT **SHORT**--

..**NOW!**

THAP

UNGHH!

C'MON **BACK**, WHITEY! WE WERE RIGHT IN THE **MIDDLE** OF A **CONVERSATION**--

--WHEN YOU KICKED ME OFF A **ROOF!**

THE WHITE TIGER THROWS HIS WEIGHT **BACK** INTO THE PULL OF THE **WEB-LINE**, EASING ITS HOLD ON HIS **THROAT**--

--AND, WHEN HE HAS GAINED ENOUGH **SLACK** HE WHIRLS IN MID-AIR, HIS HAND **SLICING OUT**--

--AND THE LINE **HOLDS** HIM NO LONGER!

SKRIT!

HEY!

MY WEBBING'S HELD EVERY-ONE FROM **DOC OCK** TO THE **RHINO** AND YOU JUST--!

WRAH!

OBOY! I THOUGHT I WAS SUPPOSED TO BE ON THE OFFENSIVE!

SINCE THE DAY I DONNED THIS GARB I HAVE BEEN HUNTED, SEÑOR--

Drink it now!

Buy Some T.

--PREY TO SELF-RIGHTEOUS SUPER-HEROES SUCH AS YOURSELF!

NO LONGER! IT IS TIME FOR THE HARE TO TURN AND REND THE FOXES!

NOT THIS FOX, PETER COTTONTAIL!

WHAP!

I'M TAKING YOU IN FOR THEFT, ASSAULT--

--AND INCITING TO RIOT! NOW YOU EITHER COME PEACEFULLY OR--!

OR NOT AT ALL!

UNHH!

WRAM!

BLAST! HE MOVES LIKE LIGHTNING! GOT IN UNDER MY GUARD! WE'RE FALLING!

AND WE'RE GONNA HIT--

--HARD!

KATRAM!

÷UNHH÷ CANOPY BROKE OUR FALL!

WE'VE LANDED ATOP A TRUCK--

--AND IT'S MOVING!

ACROSS THE TRI-BOROUGH BRIDGE, TO BE EXACT--

--AND TOWARDS THE SOUTH BRONX!

WHILE, BACK AT THE ESU CAMPUS...

CAPTAIN, I DEMAND THAT YOU ARREST THESE--THESE HOODLUMS!

MY ORDERS ARE TO STOP A RIOT, PRES. DWYER--

--AND FRANKLY, I JUST DON'T SEE THAT THAT'S THE SITUATION HERE!

IT'S NOT! THE REAL CRISIS IS AN ADMINISTRATION THAT WOULD SACRIFICE LIVES FOR MONEY--FOR A BOOK!

A BOOK I STOLE TO DRAMATIZE OUR STRUGGLE TO KEEP THE NIGHT SCHOOL OPEN--

--WHILE MASQUERADING AS THE WHITE TIGER!

ERSKINE MANUSCRIPTS

HE IS BLAMELESS! I--PROF. RAMON VASQUEZ--AM THE GUILTY ONE!

ARREST HIM! HE'S IN LEAGUE WITH THE THUGS WHO RAIDED THE LIBRARY!

NO! I ACTED ON MY OWN!

BUT NOT EVEN THE STUNNED AND SYMPATHETIC STUDENTS CAN BUY THAT PART OF PROFESSOR VASQUEZ'S STORY--NOT WHILE THE BLACK HAND IS STILL VERY MUCH AT LARGE!

PINNED DOWN--JUST LIKE A STUPID AMATEUR!

BDOW!

BY THE TIME THE BOYS IN BLUE CHECK OUT ALL THE NOISE--I'M GONNA BE SWISS-CHEESED!

SUNNUVA--! MY GUN'S JAMMED!

THAT *DOES IT!* CAN'T SIT AROUND AN' *WAIT* FOR 'EM TO *PICK ME OFF!*

GOTTA DOUSE THE *LIGHTS--*

SKRASH!

H-HUH?!

--AND DO ONE O' THE *DUMBEST* THINGS I'VE EVER DONE IN MY *LIFE!*

AND, SOMEWHERE ON LINCOLN AVENUE...

TRUCK'S TAKING THE CORNER *SHARP!*

CAN'T *CLING* WITH TIGER'S *WEIGHT* PULLING ME--

--OOFFF!

WHOM!

YOU SENSE IT AS WELL AS *I*, EH, SEÑOR? OUR BATTLE WILL *END* HERE!

SUITS *ME*, WHITEY! I COULDN'T THINK OF A *NICER SLUM* FOR WASTING *GARBAGE* LIKE YOU!

BUT, SUDDENLY, FROM EVERY WINDOW...

VIVA EL TIGRE BLANCO!

VIVA!

VIVA EL *HÉROE MÁS FAMOSO!*

HUH? THEY--THEY'RE *CHEERING* HIM! THEY *LOVE* HIM... AN *OUTLAW--*

--JUST LIKE... ME?!

M-MAYBE I WAS **WRONG** ABOUT HIM! HE **SAID** I DIDN'T **UNDERSTAND**--!

WEB-HEAD, YOU MAY HAVE PULLED ONE OF THE BIGGEST **BONERS** OF YOUR LIFE!

WHERE IS YOUR BRAVADO **NOW**, AMIGO --AQUI EN **MI TIERRA?**

HERE ON **MY EARTH??**

TIGER, **WAIT!** I'M BEGINNING TO THINK I WAS--

WRONG? YOU **WERE**, SEÑOR--BUT IT IS **TOO LATE** FOR THAT!

INDEED, IT IS TOO LATE FOR **ANY-THING!!**

SPANG!

MIRA!

KILL HIM, EL TIGRE!

HOO BOY!

HE'S AS **HOT-HEADED**--

--AND UNWILLING TO LISTEN TO **REASON**--

--AS **I** USUALLY AM!

BUT I'M STARTING TO REALIZE HOW **ALIKE** THE TIGER AND **I** ARE!

KRAK!

I'VE BEEN **FRAMED** BEFORE--HAD EVERY HAND **AGAINST** ME! WHAT IF THE **SAME** HAS BEEN DONE TO **HIM?!**

UNHH!

HOLD STILL, BLAST IT! I JUST WANT TO TALK TO YOU!

YOU HAVE A STRANGE WAY OF SHOWING IT, SEÑOR!

HE'S RIGHT! I LOST MY TEMPER AND MY PUNCH HAS--

"--CRACKED THE ALREADY-CRUMBLING WALL OF THE HANDBALL COURT!"

RUN, NIÑOS! CORREN!

MIRA-- EL MURO!

NO--THERE IS NO TIME! I MUST LEAP BENEATH THE FALLING SLAB--

--AND OFFER MYSELF AS A SHIELD!

WHILE, ON THE OTHER SIDE OF THE COLLAPSING WALL...

THWIP!

THWIP!

GOT IT!

NOW I JUST HAVE TO HOLD IT!

--AND PULL IT BACK... AWAY FROM THE TIGER AND THE KIDS--

--WHILE THE WHOLE WORLD WATCHES AND WONDERS: DO SPIDER-MEN GET HERNIAS?!

THE NEXT MOMENT...

CARAJO! EL HOMBRE ARAÑA HAS SAVED US FROM DEATH--BUT THE WALL HAS TOPPLED BACK--

--UPON HIM!

KROOM!

HE...GAVE HIS *LIFE* FOR AN *ENEMY!*

FOR *ME!*

DIOS MIO ¡¿ *PORQUE?!*

WHY?!

PROBABLY BECAUSE YOUR *SUNNY DISPOSITION* GOT THE *BETTER* OF ME, WHITEY--

--AND *ALSO* BECAUSE IT FINALLY SUNK INTO MY *THICK HEAD*--

THAT YOU WERE *SET* UP! *FRAMED!*

NOT *INTENTIONALLY,* SEÑOR! THE MAN WHO *IMPERSONATED* ME--PROF. VASQUEZ --THOUGHT HE WAS USING MY *NAME*--

--TO DO GREAT *GOOD* FOR THE *STUDENTS!*

AND WHEN I *CHARGED IN*--

--YOU WERE ABOUT TO MAKE HIM *CONFESS?*

THWIP!

SÍ, AMIGO!

SWELL! OKAY, TIGER-- LET'S HEAD BACK TO *ESU* AND TRY TO STRAIGHTEN THIS MESS *OUT!*

AND, IN THEIR WAKE...

VIVA *EL TIGRE BLANCO!*

VIVA *EL HOMBRE ARAÑA!*

THE SUN BEGINS TO RISE OVER THE *BRONX*--

--AND TO BATHE **MANHATTAN,** ACROSS THE EAST RIVER, IN ITS GOLDEN **GLOW!**

JUST A FEW MORE **BLOCKS** TO **ESU**--

--IF IT'S STILL **THERE,** THAT IS!

THE WHITE TIGER SAYS **NOTHING.**

WITHIN **MOMENTS** THE PAIR MAKE A **FINAL LEAP** TO THE **ROOF** OF THE **ESU ADMINISTRATION BUILDING**--!

-- WHERE LESS THAN A **HALF HOUR** HAS PASSED--

--SINCE **PROF. RAMON VASQUEZ** MADE HIS STARTLING **CONFESSION!**

WHY DID YOU **DO IT,** MAN?

BECAUSE MY PEOPLE NEEDED A **SYMBOL**-- SOMETHING TO **BELIEVE** IN--LIKE THE **TIGER!**

ERSKINE

I... WAS **WRONG!** YOU HAVE TAKEN AWAY THEIR **SCHOOL**-- AND I--I HAVE SHATTERED THEIR **DREAMS!**

M-MAYBE WE WERE **BOTH** WRONG, VASQUEZ! PERHAPS WE COULD HAVE **FOUND** A WAY TO KEEP BOTH THE **SCHOOL** AND THE **ERSKINE PAPERS!**

BUT... WHEN YOU CHOOSE TO COMMIT A **CRIMINAL ACT,** LEADING THOSE **THUGS** ONTO THE CAMPUS--!

HE *DIDN'T*, BRO'! THEY BRUNG *THEMSELVES!*

KEEP *MOVING*, YOU!

THEY HEARD HOW *VALUABLE* THAT THERE *BOOK* WAS TO Y'ALL--

--AN' THEY TOOK *ADVANTAGE* O' ALL THE *CONFUSION* T' TRY AN' *STEAL* IT...BUT THE *REAL WHITE TIGER* DROVE 'EM *OFF!*

THE *REAL*--?

YES! HE SAW ME SNEAK FROM THE *LIBRARY* TO MY *OFFICE* DRESSED IN *HIS COSTUME*--

--AND HE *FOLLOWED* ME AFTER DRIVING OFF THE *GANG!*

I--WE'VE *ALL* MADE SOME TERRIBLE *MISTAKES* TONIGHT! VASQUEZ--I DON'T KNOW *HOW*, BUT WE'RE GOING TO WORK *TOGETHER*--

--TO *FIND* A WAY TO KEEP *ESU'S* NIGHT SCHOOL *OPEN!*

OUTTASIGHT! VENCEREMOS!* RIGHT ON!

*WE SHALL WIN!

SO--ALL HAS TURNED OUT *WELL*, MY FRIEND!

YEAH! FOR *ONCE* EVERYTHING'S COME OUT JUST *FINE*...

...*AMIGO!*

NEXT: **WHEN STRIKES MEDUSA!**

THE SPECTACULAR SPIDERMAN ®

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

MEDUSA! NO! YOU CAN'T ATTACK ME NOW!

SPIDEY BATTLES THE MOST UNCANNY INHUMAN FOR THE HIGHEST STAKE OF ALL!

A LIFE TOO FAR!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

STAN LEE PRESENTS: **THE SPECTACULAR SPIDER-MAN!®**

A LIFE TOO FAR

5:00 PM--MANHATTAN-SOUTH MEDICAL CENTER, OPERATING ROOM ONE...

SCALPEL... HEMOSTAT... STAT... STAT... SPONGE... NUMBER ONE FORCEPS--NO, AH, MAKE IT NUMBER *THREE*.

LOOK AT THIS *MESS*, WILLYA? WHAT'D THE KID *DO*, ANYWAY, TAKE A *MIXMASTER* TO HIS INSIDES?

REPORT SAYS HE WENT THROUGH A TRUCK *WINDSHIELD*. I'D SAY WE HAVE ABOUT A *BILLION* LOVELY LITTLE PIECES OF *GLASS* SCATTERED LIKE *SHRAPNEL* THROUGH HIS ABDOMEN.

AND *EVERY* LAST ONE OF 'EM'S GOT TO COME *OUT*.

I TRUST *NONE* OF YOU FINE PEOPLE HAVE ANY *PLANS* FOR THIS EVENING...

CHRIS CLAREMONT
GUEST WRITER
*
JIM MOONEY
PENCILER
*
MIKE ESPOSITO
INKER
*
PATTERSON-LETTERER
T.S. CHU -COLORIST
*
ARCHIE GOODWIN
EDITOR

MR. PARKER? PETER PARKER?

I'M PARKER, DOC. THE NURSE OUTSIDE SAID IT WAS OKAY FOR ME TO STICK AROUND.

THE KID ON THE TABLE-- HOW IS HE?

NOT GOOD, I'M AFRAID. ON TOP OF HIS INJURIES, HIS SYSTEM ABSORBED A DEADLY CHEMICAL TOXIN.

LUCKILY, THOUGH, THERE'S AN ANTIDOTE.

"YOU SOUND VERY CONCERNED, MR. PARKER. DO YOU KNOW THE BOY WELL?"

I DON'T KNOW HIM AT ALL, NOT EVEN HIS NAME.

BUT MY GIRL FRIEND AND I OWE HIM OUR LIVES.

SKREEE!!

RAND MACHUM

LOOK OUT!

WHAT THE--?!

PETEY--THAT TRUCK!!

I... SEE. NO WONDER THEY BENT THE RULES A LITTLE AND LET YOU STAY.

BRRNNG!

EXCUSE ME. THAT'S THE LINE TO THE O.R.

DR. TRYON, HOW'S THE BOY?

STABLE ON THE TABLE, FREDDY. WHERE'S THE ANTIDOTE?

THE ONLY SUPPLY IS AT DOWNSTATE MEDICAL IN BROOKLYN. THEY'RE PROCESSING A SHIPMENT NOW.

EVEN THROUGH RUSH HOUR TRAFFIC, THE AMBULANCE SHOULD BE HERE WITH TIME TO SPARE.

AH, MR. PARKER, I HAVE A FEW MORE QUESTIONS--

MR. PARKER?

I'D LIKE TO STAY AND CHAT, DOC, BUT AT THE MOMENT, I CAN'T AFFORD THE TIME.

WHILE THE KID WAS BEING PREPARED FOR SURGERY, I CALLED MY CHEMISTRY PROF AND CHECKED ON THAT GUNK HE GOT SPRAYED WITH.

AN', BOY, AM I GLAD I DID.

PROF. NICHOLS SAID IT WAS A NEURO-CHEMICAL TOXIN, THAT IT WORKS LIKE CERTAIN KINDS OF SNAKE VENOM.

IT ATTACKS THE NERVOUS SYSTEM. WITHOUT THE ANTIDOTE, DEATH IS QUICK AND AGONIZING.

FROM WHAT THE DOCS WERE SAYING, THE KID HAS ABOUT TWO HOURS BEFORE THE DAMAGE BECOMES IRREVERSIBLE.

TWO HOURS TO TRANSPORT THE ANTIDOTE BY AMBULANCE FROM BROOKLYN TO MIDTOWN MANHATTAN-- THROUGH THE WORST OF RUSH HOUR.

EVEN WITH POLICE ESCORT, THERE'S NO GUARANTEE THEY'LL BE IN TIME. ONE TRAFFIC JAM AND THE KID LOSES!

WHICH IS WHY SPIDER-MAN IS GOING TO FOLLOW THEM... EVERY FOOT OF THE WAY.

I'M GOING TO MAKE SURE ABSOLUTELY NOTHING GOES WRONG.

DON'T GO AWAY, CLOTHES. I'LL BE BACK BEFORE YOU KNOW IT.

AND SO, MOMENTS LATER, A FAMILIAR RED-AND-BLUE FIGURE IS SWINGING ACROSS THE MANHATTAN SKYLINE-- WHILE, BELOW HIM, THE EVENING CRUSH OF CARS ON THE EAST RIVER DRIVE HAS ALREADY BEGUN WITH A VENGEANCE.

THE TIME IS 5:11 PM. IN O.R.#1, THE BOY IN THE CARE OF DR. JACK TRYON'S CRACK SURGICAL TEAM IS SLOWLY, STEADILY, LOSING GROUND.

5:21PM, THE BROOKLYN BRIDGE...

MAKING PRETTY GOOD TIME. WITH LUCK, I'LL REACH DOWNSTATE MEDICAL BEFORE THEIR AMBULANCE PULLS OUT.

THE PROFESSOR TOLD ME THE ANTIDOTE'S PRETTY TRICKY STUFF. ONE SLIP-UP DURING ITS PREPARATION...

...AND THE WHOLE BATCH IS WORTHLESS.

AS SPIDER-MAN HEADS INTO BROOKLYN, HIS MIND DRIFTS BACK A FEW HOURS. HE'D BEEN ON A DATE WITH MARY JANE--

--ENJOYING A CENTRAL PARK SIDEWALK ART SHOW.

HAVING FUN TIGER?

WITH YOU, MJ? ALWAYS.

HOLD IT! MY SPIDER-SENSE IS GOING CRAZY!

BUT WHAT'S CAUSING IT?!?

OH, MY GOD!

THAT TRUCK'S OUT OF CONTROL! RUN FOR IT, YOU TWO!

D'YOU HEAR ME?! RUN!!

IT'S TOO CLOSE-- COMING TOO FAST! NO WAY TO GET TO SAFETY WITHOUT USING MY SPIDEY POWER.

BUT MJ'S LIFE IS ON THE LINE--I HAVE NO CHOICE!

BUT BEFORE HE COULD ACT...

YOU DEAF OR SOMETHIN', PEOPLE? MOVE IT!!

PETER!

WHAT THE--?!

DRIVER KEELED OVER LIKE HE WAS HAVING A HEART ATTACK.

WHEN HE PASSED OUT, HE MUST'VE JAMMED HIS FOOT DOWN ON THE ACCELERATOR!

THIS THING'S BARRELING STRAIGHT DOWN THE SIDE-WALK TOWARD THE ART SHOW CROWD!

IF I CAN'T STOP IT, OR TURN IT--

--THERE'S GONNA BE A MASSACRE!

I DID IT! I MISSED THE CROWD--

KRASH!

OH, NO!!

THE TRUCK HIT HARD, THE IMPACT SMASHING THE BOY AGAINST THE WINDSHIELD.

THAT WOULD HAVE BEEN BAD ENOUGH, BUT THE CRASH SHIFTED THE POORLY-PACKED CARGO AS WELL.

SOME CANNISTERS EXPLODED, SHATTERING THE PARTITION BEHIND THE CAB, ENVELOPING THE BOY IN A CLOUD OF GLASS SHARDS AND TOXIC CHEMICALS.

HE WAS UNCONSCIOUS WHEN PETER GOT TO HIM.

DON'T WORRY, FELLA. I'VE GOT YOU. YOU'RE GONNA BE ALL RIGHT.

I HOPE. THE KID'S PRETTY BADLY CUT. THE DRIVER LOOKS LIKE HE'S HAD IT. POOR GUY.

BETTER MAKE TRACKS--PRONTO! THE TRUCK'S BURNING AND THERE'S GAS ALL OVER THE PLACE.

INDEED, JUST AS PETER PULLED THE BOY CLEAR, THE FIRE REACHED THE RUPTURED GAS TANK AND...

BA-HOOM!

THE POLICE TOOK MJ HOME, PETER FOLLOWED THE INJURED BOY TO THE HOSPITAL...

WAY TO GO, WEB-SLINGER--! I MADE IT TO DOWNSTATE MEDICAL IN RECORD TOWN! NOW, ALL I...

HOLD IT!

WHAT IS THIS, BE-CRUEL-TO-TRUCKS-MONTH? I BETTER CHECK THIS OUT-- FAST!

TAKE IT *EASY* FELLA. WHAT *HAPPENED?*

AMBULANCE... *TORN APART*... BY... LIKE, LOTS OF *ARMS*-- COULDN'T FIGHT 'EM ALL... STOLE *SERUM* FOR MANHATTAN... SOUTH...

THAT'S ALL I NEED TO *KNOW.*

I SPOTTED SOMEONE HOT-FOOTING IT OVER THE *ROOF-TOPS.*

AND *MULTIPLE ARMS* MEANS JUST *ONE* BAD-GUY IN MY BOOK--

--THE *ONLY* ONE I KNOW WHO'D HAVE A *USE* FOR RARE *MEDICAL SERUMS.*

DR.OCTOPUS!

GOTCHA!

OKAY, OCKY, I'M IN *NO MOOD* FOR GAMES TONIGHT-- *HUH?!?*

THOSE AREN'T *DOC'S LEGS.*

AND *I* AM NOT "*DR.OCTOPUS*", SPIDER-MAN.

MEDUSA!

I THINK I'VE MADE A *MISTAKE* SOMEWHERE.

WAIT A MINUTE! THAT *VIAL* TUCKED IN-TO YOUR BELT-- THAT'S THE *ANTIDOTE* I'M AFTER!

YOU TOOK IT?! BUT *WHY?!* AN' WHILE YOU'RE *TELLING* ME, RED, YOU CAN *GIVE IT BACK.*

I CANNOT. NOR CAN I TELL YOU WHY I TOOK IT, SAVE THAT MY NEED IS DESPERATE.

BWOP!

OW!

HER HAIR-- HITTING ME LIKE A BATTERING RAM!

KTHOW!

BUT I WARN YOU, MY HUMAN FRIEND, IF YOU ATTEMPT TO STOP ME IN MY MISSION--

--YOU WILL DIE.

GOODNESS, A THREAT!

THWIP!

FIRST IN A SERIES, COLLECT 'EM ALL!

HEY, NO FAIR! YOU DUCKED!

GROGGY FROM THOSE TWO HAIR SHOTS -- MY AIM'S OFF.

I AM TRULY SORRY, SPIDER-MAN. I HAVEN'T TIME TO BE GENTLE.

YOU THINK YOU'RE SORRY!

BKASH!

MEDUSA, LISTEN! A BOY IS DYING AND THAT SERUM'S THE ONLY THING THAT CAN SAVE HIM!

NO ANSWER. SHE'S ACTING LIKE SHE COULDN'T CARE LESS!

I'D LIKE TO FIGHT AN'FOX-TROT SOME MORE, RED...

RRRAK!

...BUT I'M ON A TIGHT SCHEDULE, AND I CAN'T AFFORD TO BE GENTLE EITHER!

RATS! I HOPED I COULD JUST GRAZE HER WITH THAT--BUT SHE CAUGHT IT EASILY!

WHAT YOU DO MATTERS NOTHING TO ME, SPIDER-MAN!

WHAT IS IMPORTANT IS THAT YOU FALL--AND QUICKLY!

CRIPES! THAT FREAKY HAIR OF HERS IS RIPPING THE CHIMNEY APART, THROWING THE BRICKS BACK AT ME--

--LIKE BULLETS OUT OF A MACHINE GUN! TOO MANY TO DODGE--!

UNNNGNH!

THE BATTLE IS DONE AND, AGON BE PRAISED, MY HUMAN FOE STILL LIVES--

--THOUGH HE SHOULD BE SORE FOR THE NEXT FEW DAYS.

I MUST HURRY. I AM RUNNING LATE AS IT IS, AND EACH SECOND I DELAY--

--I RISK ANNIHILATION FOR THOSE I HOLD MOST DEAR.

WITH THAT, THE INHUMAN WITH THE LIVING HAIR TAKES HER LEAVE...

...AND THE ROOFTOP IS SILENT FOR A TIME.

OOOHHHHH...

HAVEN'T HURT SO MUCH SINCE THE SUPER-SKRULL PULVERIZED MY JAW A FEW WEEKS BACK.*

MEDUSA'S... GONE--BUT I EXPECTED THAT.

*MARVEL TEAM-UP #'S 61 & 62 -- ARCHIE

I WONDER HOW LONG I'VE BEEN--

CRIPES! IT'S 5:59!

BARELY AN HOUR LEFT TO FIND MEDUSA AND GET THAT ANTIDOTE TO THE HOSPITAL. AT LEAST FINDING HER'LL BE NO PROBLEM.

AS SHE WAS TOSSING ME INTO THE CHIMNEY, I MANAGED TO STICK A SPIDEY TRACER TO HER BELT.

IN THE CONFUSION, SHE NEVER NOTICED IT.

BUT WHEN I FIND HER, WHAT THEN? I'VE NEVER SEEN HER SO SINGLE-MINDED BEFORE, SO RUTHLESS.

SHE WASN'T INTERESTED IN ME OR MY STORY. WHY'D SHE TAKE THE SERUM IN THE FIRST PLACE? IT ISN'T LIKE HER TO STEAL--

--AND IT'S DEFINITELY NOT LIKE HER TO CLOBBER INNOCENT PEOPLE IN THE PROCESS.

UNLESS... SHE'S GOT NO ALTERNATIVE. MAYBE SOMEBODY HYPNOTIZED HER, BLACKMAILED HER...

AWW, WHO CARES?

FOR NOW, AT LEAST, WHAT'S IMPORTANT IS GETTING THE ANTIDOTE BACK. AND IF I HAVE TO TAKE CONEY ISLAND APART TO GET IT--

--I SURE-AS-SHOOTING WILL!

ARCADE

6:12 PM, THE ARCADE JUST OFF CONEY ISLAND'S BOARDWALK.

ALMOST THERE.

I'D PREFER NOT TO SKULK THROUGH THE SHADOWS LIKE SOME COMMON CRIMINAL-- BUT THIS AMUSEMENT PARK IS UNUSUALLY CROWDED TONIGHT.

AND I DARE NOT RISK DETECTION. THERE'S TOO MUCH AT STAKE.

KARMEL KO

HATE TO BURST YOUR BUBBLE, BEAUTIFUL.

THAT VOICE-- BUT IT CAN'T BE!

BUT IT IS!

TAG, RED-- YOU'RE IT!

SPIDER-MAN!

CAN'T LET HIM STOP ME--NOT NOW! NOT WHEN I'M SO CLOSE!

OH!!

A GIANT WEB!

SURPRISE.

THE OLDEST TRICK IN THE BOOK, MEDUSA.

YOU SHOULD BE ASHAMED OF YOURSELF.

NOW, DO WE TALK OR DO WE--

HEY!!

HUMAN FOOL!

I HAVEN'T TIME TO LISTEN TO YOUR CHILDISH PRATTLING! I SAID YOU'LL NOT STOP ME--

--AND I MEANT IT!

RRR

NOT BAD, LADY. THE WEB WAS TOO STRONG FOR YOU, SO YOU PULLED DOWN THE SHACK THE WEB WAS ANCHORED TO.

I'LL HAVE TO REMEMBER THAT.

WHEN YOU'RE SAFELY BEHIND BARS.

6:20 PM...

NO MORE MR. NICE GUY, RED--

--WE'RE GONNA PLAY BY YOUR RULES!

HER AGILITY IS FANTASTIC! SHE'S CLIMBING THAT ROLLER-COASTER SCAFFOLD LIKE A PRO!

OH-OH! SHE'S GRABBING SOME SPARE TRAIN WHEELS.

BETTER SNAG HER BEFORE SHE GETS A CHANCE TO USE 'EM.

--BUT HOLDING ME IS SOMETHING ELSE AGAIN!

THAT'S WHAT THEY ALL SAY, RED.

THAP!

YOU MAY THINK YOU HAVE ME, WALL-CLIMBER--

OOPS. I SPOKE TOO SOON-- HER HAIR'S JERKING MY WEB-LINE TOWARDS HER, AND SHE'S THROWING THE WHEELS! THIS WOMAN'S MORE OF A PAIN TO FIGHT THAN DOC OCK!

WHOU-U-UFF!

LOOK YOU GUYS--THAT'S SPIDER-MAN, ISN'T IT?

IN BROOKLYN? WHO'RE YOU KIDDIN', JOEY? THOSE 'RE PROB'LY ACTORS, Y'KNOW LIKE AT THAT PLACE OUT IN JERSEY.

ONE WHEEL HITS, THE OTHER FLYING ALL OF FORTY FEET...

BRAK!

...BEFORE CAROMING OFF A MAIN SUP-PORT BRACE.

WHILE UP AT THE PEAK OF THE TRESTLE...

WATCH IT, RED! I'M NO RAG DOLL!

AN', BY THE WAY, IT ISN'T "WALL-CLIMBER"; IT'S WALL-CRAWLER! IF YOU'RE GONNA INSULT ME, DO IT RIGHT!

6:28 PM...

IN A MOMENT, LITTLE MAN, THE QUESTION WILL BE ACADEMIC!

DOES THIS MEAN WE'RE NOT FRIENDS ANYMORE?

BTHAM!

FAREWELL, SPIDER-MAN

HAVE A PLEASANT JOURNEY.

JOEY!!

THE TRACK-- IT'S FALLIN' DOWN AHEAD OF US! AN' THERE'S NO WAY WE CAN STOP THE ROLLER COASTER!

WE'RE ALL GONNA BE KILLED!

COULD MEDUSA HAVE... PLANNED THIS?!

I'D THOUGHT HER CAPABLE OF A LOT OF THINGS--

--BUT MURDER?!? CAN'T WORRY ABOUT THAT ANYMORE. GOTTA MOVE!

NOT QUITE, FELLA.

THE TRAIN'S DOING BETTER THAN SIXTY! THERE'S NO GUARANTEE MY WEBBING WILL HOLD!

THWAP!

I THINK I'M GONNA BE SICK.

NO! SPIDEY'S SAVIN' HIMSELF!

LEAVIN' THE REST OF US TO DIE!

THAT'S A LAUGH, WORRYING ABOUT MY WEBBING.

WHAT'S GONNA HAPPEN TO ME?!?

KRATCH!

OH, NO!!

THE WOODEN TIES ARE CRACKING UNDER MY FEET!!

CAN'T TAKE MUCH MORE OF THIS--FEEL LIKE I'M BEING TORN APART. AND THE TRAIN DOESN'T SEEM TO BE SLOWING!

H-HUH?!?

IT... STOPPED. I...GUESS I DID IT.

AH... IF...AH... ANY OF YOU KIDS FIND A PAIR OF ARMS LYING AROUND UP THERE...

...I'LL LAY ODDS THEY'RE... MINE.

6:43 PM--A DERELICT PIER AT THE FAR END OF CONEY ISLAND...

WITH SPIDER-MAN TAKEN CARE OF, I HAD NO MORE PROBLEMS REACHING OUR IMPROMPTU HIDE-AWAY.

GREAT AGON, LET ME BE IN TIME.

MEDUSA!

DID YOU SECURE THE DRUG WE NEED FOR FALZON?

I DID, KARNAK. HOW IS OUR KREE FRIEND?

WEAK... BUT HE SAYS THIS SERUM WILL SOON HAVE HIM WELL AGAIN.

WHAT DELAYED YOU? WAS THERE ANY TROUBLE?

NOTHING TO SPEAK OF...

WHAT?!?

WRONG, LADY! AS FAR AS YOU'RE CONCERNED--

BTHOOM!

--YOUR TROUBLE'S JUST BEGUN!

SPIDER-MAN, WAIT! YOU DON'T KNOW WHAT YOU'RE DOING!

STUFF IT, TRITON! I'VE GOT MORE THAN A FEW SCORES TO SETTLE WITH YOUR RED-HEADED COUSIN--

SK!

--AND I DON'T MIND CUTTING THE REST OF YOU INHUMANS IN ON THE ACTION!

ENOUGH! KARNAK WILL END THIS BATTLE!

NO, MY FRIEND!

WHO'S THE BLUE GEEZER--ANOTHER MEMBER OF THE ROYAL FAMILY?

I--I AM STILL TOO WEAK TO FINISH MY WORK ALONE. I NEED YOUR HELP.

AND WHAT IS THAT THING BEHIND THEM?! IT'S AS BIG AS A HOUSE!

HAVE NO FEAR, COUSIN. GORGON WILL DEAL WITH THIS UPSTART HUMAN--

--AS ONLY GORGON CAN!

NOT BAD, GORGON. ONE STOMP AND YOU SHATTERED THE FLOOR FOR HALF THE LENGTH OF THE PIER.

GOTTA GO EASY ON THE ACROBATICS. MY ARMS--MY WHOLE BODY--FEELS MADE OF LEAD FROM THAT ROLLER COASTER STUNT--

--BUT I'VE COME TOO FAR TO QUIT NOW.

THWIP!

PROBLEM IS, BIG FELLA, YOUR POWER'S ONLY GOOD AGAINST SOMEONE STANDING ON THE GROUND.

ON THE OTHER HAND, SINCE YOU DID GO TO ALL THE TROUBLE OF MAKING SUCH A NICE HOLE--

--WHY DON'T YOU BE THE FIRST TO FALL IN?

IF THERE'S A SHARK DOWN THERE, TELL HIM SPIDEY SENT YOU!

PHLASH!

THAT LEAVES THE STRONGEST INHUMAN OF ALL--BLACK BOLT!

EVEN THOUGH THAT LAST MOVE AGAINST GORGON JUST ABOUT DID ME IN, I'M GONNA--

HOLD ON A MINUTE! WHAT GIVES?! BOLT'S JUST STANDING THERE. HE'S GOT AN EASY SHOT AT ME BUT HE ISN'T TAKING IT!

OKAY, BOLT, I THINK I GET THE MESSAGE--IT'S ABOUT TIME WE ALL QUIT TRYING TO BEAT OUR BRAINS OUT...

...AND STARTED TALKING. I'M ALL FOR THAT.

THERE'S A BOY DYING IN MANHATTAN-SOUTH HOSPITAL, AND MEDUSA STOLE THE ONLY SERUM THAT CAN SAVE HIM.

I WANT THAT VIAL!

WELL, MISTER?

FALZON DID NOT REQUIRE MUCH SERUM, BLACK BOLT. HERE IS THE REMAINDER.

OH, NO! THE TIME!

PERHAPS NOT, MY YOUNG FRIEND...

LOOK... FORGET IT! THE SERUM'S GOT TO REACH THE KID IN THE NEXT SEVEN MINUTES OR HE'S GOOD AS DEAD. I'LL NEVER MAKE IT!

...BUT, THEN, YOU CANNOT FLY.

CAN'T HAVE EVERYTHING, I GUESS.

OPERATING ROOM 1, BOLT! GIVE THE VIAL TO DR. JACK TRYON!

"AND THEN PRAY."

9:53 PM, MANHATTAN-SOUTH MEDCENTER...

HUH--?!? WHERE'D YOU... PEOPLE COME FROM?

RELAX, NURSE. THEY WON'T BITE...

EMERGE

I THINK.

I'M DR. TRYON. MR... AH, BLACK BOLT GOT THE SERUM TO US IN THE PROVERBIAL NICK OF TIME.

THE BOY IS VERY WEAK, BUT THE TOXIN IS NEUTRALIZED, THE GLASS FRAGMENTS ARE OUT OF HIM, AND HIS CONDITION IS STABLE.

I THINK HE'S GONNA BE ALL RIGHT.

THAT'S MUSIC TO MY EARS, DOC.

'NITE ALL.

JUST LIKE A HUMAN. AFTER WHAT WE'VE DONE FOR THEM, NOT EVEN A THANK YOU.

THAT CUTS IT, FLICKA-FEET! AFTER WHAT YOU CREEPS HAVE PUT ME THROUGH TONIGHT-- I SHOULD BUST YOUR COLLECTIVE HEADS!

SPIDER-MAN, STOP IT! I TOLD YOU, I DIDN'T KNOW ABOUT THE DAMAGED TRESTLE!

AS FOR THE REST OF IT-- YES, YOU SHOULD THANK US! TONIGHT WE SAVED YOUR WORLD!

HAH!

THAT MECHANISM IN THE WARE-HOUSE IS A KREE ANTI-MATTER WARHEAD LEFT IN ORBIT AROUND EARTH YEARS AGO BY AN OFFICER NAMED YON-ROGG.

A FEW MONTHS AGO, THE BOMB FELL INTO THE SEA. SOMEHOW THE RE-ENTRY ENGAGED THE ARMING SYSTEM.

WE RECOVERED IT. FALZON BEGAN TO DEFUSE IT. BUT HE TRIPPED A BOOBY-TRAP-- A KREE NERVE GAS. YOUR SERUM WAS THE ONLY ANTIDOTE.

DON'T YOU SEE? I HAD NO ALTERNATIVE BUT TO TAKE WHAT WAS NEEDED

YOU COULD HAVE TOLD ME, LADY, ASKED MY HELP!

WE HAD NO TIME FOR TRIFLES! WE WERE TRYING TO SAVE THE WORLD FROM DESTRUCTION!

WHAT DOES ONE BOY'S LIFE COUNT AGAINST THAT?!

IF YOU DON'T KNOW THE ANSWER, GORGON, I'M NOT SURE I CAN TELL YOU!

BUT I'LL LEAVE YOU WITH A PARTING THOUGHT, PEOPLE:

YOU'VE BEEN DUBBED THE INHUMANS FOR A LONG TIME... DON'T LET IT PUSH YOU INTO FITTING THE PART!

10:00 PM... SILENCE...

NEXT BROTHER POWER AND SISTER SUN!

THE SPECTACULAR SPIDERMAN ®

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

THEY STRIKE IN THE NAME OF LOVE--
BROTHER POWER AND SISTER SUN!

WHO ARE THEY? WHAT ARE THEY? WILL SPIDEY AND FLASH THOMPSON LIVE TO FIND OUT!?

MILGROM/AUSTIN

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

BILL MANTLO SCRIPT / SAL BUSCEMA & MIKE ESPOSITO ARTISTS / I. WATANABE, LETTERS PHIL RACHE, COLORS / ARCHIE GOODWIN PLOT/EDITOR

BROTHER POWER, SISTER SUN!

NEW YORK'S **CENTRAL PARK**, WHERE TWO FRIENDS--**PETER PARKER** AND **FLASH THOMPSON**--TAKE A DAY AWAY FROM THEIR **STUDIES** FOR A WORKOUT ON THE **TENNIS COURTS**, UNAWARE THAT THIS DAY WILL END IN AN **ENCOUNTER** WITH...

SHA-SHAN...MARRIED!* THINKING ABOUT HER SEEMED TO BE THE ONLY **MEANINGFUL** THING IN MY LIFE SINCE I GOT BACK FROM **VIETNAM!** NOTHING...NOT **SCHOOL**--

--OR MY ROOMMATE **HARRY OSBORN'S** PROBLEMS WITH **LIZ ALLEN**-- SEEMS TO **MATTER!**

SPAK!

NOW I KNOW THAT I NEVER EVEN HAD A **CHANCE** WITH HER--!

YIPE! MY MAIN REASON FOR **PLAYING**--

--WAS TO SEE HOW MY **ARM** HAD HEALED!** NO ONE SAID IT WOULD BE A **BLOOD MATCH!**

SHEESH, HERO--IF I DIDN'T **KNOW** BETTER, I'D THINK THE **OBJECT** OF THIS GAME WAS TO KNOCK PARKER'S **BLOCK** OFF AND WIN A **KEWPIE DOLL!**

*SEE SPECTACULAR SPIDER-MAN #8. --ARCH.

**FROM INJURIES RECEIVED IN AMAZING SPIDER-MAN #173. --ARCH AGAIN.

YOU'RE COMING ON LIKE **GANGBUSTERS,** FELLA! TAKE IT **EASY!** IT'S TOO **HOT** FOR ME TO KEEP CHASING YOUR **SERVES!**

SORRY, PETE!

BUT **AM I?** I FEEL LIKE A COILED **SPRING--**

--ABOUT TO **SNAP** ANY MINUTE! ANGER AND **SELF-PITY** EATING AT MY **GUT...** I HAVE TO LASH OUT AT **SOMEONE--!**

I DON'T KNOW WHAT'S **WITH** FLASH-- BUT HE'S REALLY START-ING TO **BUG** ME!

WITH MY **SPIDER-SENSE** AND **AGILITY,** I COULD RETURN HIS SERVES SO **FAST** HIS HEAD WOULD **SWIM...** BUT I'VE BEEN HOLDING **BACK--**

SPTAK

--TRYING TO FORGET **SUPER-HEROING** TODAY BY JUST BEING **ME!**

BUT THIS IS TOO MUCH LIKE OUR OLD **HIGH SCHOOL DAYS...** WHEN WE WERE **RIVALS!**

WH'SH!

AND IF FLASH DOESN'T **COOL IT,** I'M--HUH? MY SPIDER-SENSE SCREAMING LIKE A **SMOKE-DETECTOR?!**

BUT I DON'T **SEE** ANYTH--!

OH, **NO!** HE'S TURNED **AWAY--** AND THE **BALL** IS GOING RIGHT FOR HIS **HEAD!**

PETE, OLD BUDDY-- **WAKE UP!**

HUH?

SPKRAK!

OH.

PETE, I OWE YOU AN **APOLOGY!** I'VE BEEN TAKING ALL MY **ANGER** OUT ON YOU! I'VE NOT ONLY BLOWN THIS **GAME**--

--BUT NOW I'VE COST YOU A **RACKET** AND **BALL,** AS WELL! HOW 'BOUT IF I MAKE IT **UP** TO YOU OVER A **COKE** BY THE **FOUNTAIN?**

UH, **SURE!** THAT'LL BE JUST... FINE.

THANK MY LUCKY **SPIDERS** THAT HE'S SO CAUGHT UP WITH HIS **OWN** TROUBLES THAT HE'S NOT EVEN **WONDERING** WHERE PETER PARKER'S SUDDEN **STRENGTH** CAME FROM!

BUT IT WASN'T A KAMIKAZE **TENNIS BALL** THAT SET MY **SPIDER-SENSE** OFF!

HEY, PETE -- WILLYA LOOK AT WHAT'S **COMING?!**

I SEE IT, FLASH-- BUT I DON'T **BELIEVE** IT!

AND THEY ARE ...CHANTING!

THE **LIGHT** IS US...**WE** ARE THE **LIGHT!**

UNITING THE MANY AS **ONE**...AS A **LEGION** OF **LIGHT!**

*THEY ARE **YOUNG,** FOR THE MOST PART--THEIR GAZE FIXED NOT ON PETE AND FLASH, BUT ON SOME **UN-CERTAIN** POINT DEEP WITHIN **THEMSELVES.***

AS THE CROWD PASSES, TOTALLY **OBLIVIOUS** OF PETE AND FLASH...

THEY'RE HEADING FOR THE **BANDSHELL!** WHAT SAY WE TAG **ALONG** AND SEE WHAT IT'S ALL ABOUT?

YOU GO ON **AHEAD**, FLASH. JUST IN CASE THEY DO SOMETHING **NEWSWORTHY--**

--I WANT TO GET MY **CAMERA** LOADED!

DON'T LET 'EM **CONVERT** YOU TILL I GET THERE!

AND, WHEN FLASH HAS GONE **AHEAD**...

CAMERA'S **ALREADY** SET, BUT I WANTED TO GRAB MY **SPIDEY COSTUME** FROM MY **PHOTO-BAG** AND FIND A NICE **SHELTERED SPOT--**

--WHERE PETER PARKER CAN **CHANGE** WITHOUT GETTING ARRESTED AS THE **CENTRAL PARK STREAKER!**

AND THEN **SPIDER-MAN** CAN CHECK WHAT ABOUT THAT GROUP SET HIS SPIDER-SENSE TO **TINGLING!**

WHILE AT THE BAND-SHELL...

HMM. LOOKS LIKE A CROSS BETWEEN A **REVIVAL** MEETING AND A **COSTUME PARTY.** OH WELL, ONLY IN **NEW YORK**...

WHAT IS THE **LIGHT,** BROTHERS AND SISTERS?

THE LIGHT IS **LOVE,** BROTHER!

LET THE LIGHT **SHINE,** BROTHER!

LOVE AND **LIGHT** ARE THE **POWER--**

--AND THE POWER MAKES **BROTHERS** AND **SISTERS** OF US **ALL!** THUS I **COME** TO YOU AS--

oo **BROTHER POWER!**

CRIPES! YOU COULD CLAIM YOU FOUND **CHEESE** BY-PRODUCTS IN **MOON ROCKS** IN THIS TOWN... AND WIND UP WITH A **FOLLOWING** IN NO TIME! I'D BETTER FIND **PETE**--

--AND TELL HIM TO SAVE HIS **FILM**!

NOT EVEN **J. JONAH JAMESON** WOULD WANT A **PITS** STORY LIKE THIS!

...I COME TO SHOW YOU THE **POWER** THAT EXISTS WHEN LOVE AND LIGHT **MINGLE** AND **FLOW**--

--EVEN AS IT FLOWS FROM **SHE** WHO STANDS BESIDE ME...**NAMED** FOR THE **GREATEST LIGHT** OF ALL!

I COME TO YOU TO SHOW AND **SHARE** THE LIGHT OF **LOVE**... AND ITS **POWER**!

I COME AS **SISTER SUN**!

FOR **FLASH THOMPSON**, IT'S AS IF THE **WORLD** HAD JUST STOPPED IN **MID-ORBIT**...AS IF THE **PAST** HAD CAUGHT UP WITH THE **PRESENT** AND WAS CRASHING ABOUT HIS **HEAD**!

I--I **KNOW** THAT VOICE--!

INDEED HE **DOES**-- FOR HE FIRST **HEARD** IT IN A **TEMPLE** IN VIETNAM ...A PLACE ON NO **MAP**... A **SACRED** PLACE--**DESTROYED** BY UNCARING AMERICAN **BOMBS**!

AND SHE WHO **SPEAKS** WITH THAT VOICE ONCE SAVED HIS **LIFE**!

SHA-SHAN!

WHO--?!

F-FLASH!

HER VOICE **CONFIRMS** IT, AND HEARING HER YET **AGAIN**, THE YOUNG **VETERAN** LETS LOOSE THE TURMOIL IN HIS **SOUL**!

WHAT'S GOING **ON**? SHA-SHAN, FOR LORD'S SAKE-- WHAT'S THAT CRUMMY **HUSBAND** OF YOURS MAKING YOU **DO**?!

HE-HE'S TRYING TO **HARM** BROTHER POWER!

STOP HIM, BROTHERS--

--STOP HIM!

NOT ON YOUR LIVES, YOU BLISSED-OUT ZOMBIES!

FLASH THOMPSON IS COMIN' THROUGH!

YOUR HAND, SHA-SHAN-- YOU KNOW WHAT WE MUST DO! GIVE ME YOUR HAND!

BUT I DO NOT WISH TO HARM HIM! I--

ENOUGH!

HOW MANY MORE WILL BE HARMED IF WE LET THEM FIGHT ON? THE BALANCE IS BEING DISRUPTED!

LET OUR HANDS JOIN--LET THE POWER OF LOVE AND LIGHT THAT FLOWS BETWEEN US BE UNLEASHED... TO STRIKE IN THE NAME OF ETERNAL GOOD--

"--TO STUN INTO SUBMISSION THE FLOW OF IGNORANCE AND HATE!"

:U-UNHH!:

FLASH--ZAPPED BY SOME KIND OF LIGHT-RAY! GOTTA HAND IT TO MY SPIDER-SENSE--

--FOR GIVING ME THAT EARLY WARNING!

YOU ALL RIGHT, FELLA?

SPIDEY, IT-- IT'S SHA-SHAN!

THE FIRST ORDER OF BUSINESS IS TO GET FLASH AWAY FROM THOSE RAVING YAHOOS DOWN BELOW!

BUT, BEFORE SPIDEY CAN **RESPOND...**

AGAIN, SISTER SUN-- LET **FLOW** THE **POWER!**

ZRAM!

HOLY-- IT LOOKS LIKE **LIGHT...** BUT IT **HITS** LIKE A **PHYSICAL FORCE!** WE'RE **FALLING!**

WRAM!

UNHH! CUSHIONED ***FLASH***--BUT ALL THE ***WIND*** IS KNOCKED OUT OF ME!

SPIDEY--HE SAVED ***ME,*** NOW I'VE GOT TO GIVE ***HIM*** A CHANCE TO ***RECOVER*** BEFORE--!

AGGHH!

ZAP!

THEY COULDN'T CARE ***LESS*** ABOUT ME! IT'S ***FLASH*** THEY'RE AFTER!

"AT LEAST ***BROTHER POWER*** IS! SISTER SUN SEEMS TO BE HOLDING ***BACK!***

"BUT, IF SHE'S THE SAME ***SHA-SHAN*** WHO SAVED FLASH'S LIFE IN ***VIETNAM***--AND AGAIN IN ***NEW YORK*** WHEN HE WAS KIDNAPPED BY RELIGIOUS ***FANATICS***--" *

*SHOWN IN AMAZING ***SPIDER-MAN*** #108 & 109--ARCH.

--WHY WOULD SHE BE ***AGAINST*** HIM NOW?

UNLESS SHE'S BEING ***FORCED*** INTO IT--AND BEEN GIVEN SOME KIND OF ***POWER*** --BY THAT ***BIG BRUISER*** WITH HER!

GOT TO ***SHIELD*** FLASH BEFORE THEY ***GET*** TO HIM AGAIN!

HEY-- THAT ***HURT!***

THE *LIGHT* WILL DO FAR MORE THAN MERELY *HURT*, YOU WEBBED CRIMINAL!

ACHMED, PLEASE LET US *STOP!*

HER PARTNER'S *NOT* IN A LISTEN-ING MOOD--

AND THOSE TWIN RAYS ARE HAMMERING MY SHIELD APART! BUT SINCE THEY SEEM TO DRAW THEIR POWER FROM TOGETHERNESS--

I'LL TRY TO PRESS *CLOSE*--

--AND *SEPARATE* THEM!

NOW TO--*HOLY SMOKES!* THIS IS THE GORILLA FROM THE *RESTAURANT*-- THE GUY FLASH TOLD ME WAS SHA-SHAN'S *HUSBAND!*

WOK!

YOU *PARTED* US, WALL-CRAWLING NUISANCE--

--BUT THE LIGHT IS NOT MY *ONLY* POWER!

MY STRENGTH IS THE ***EQUAL*** OF ANY GUIDED BY THE FORCES OF DARKNESS!

FOR A PUBLIC PARK ***PONTIFICATOR*** YOU PACK QUITE A ***LINE,*** BALDY--

--BUT ***I'M*** NOT ONE OF YOUR WIDE-EYED ***WONDERS,*** SO SPARE ME THE ***SERMONS!***

SISTER SUN, LINK ***YOUR*** LIGHT TO ***MINE!*** GIVE ME THE ***POWER,*** SHA-SHAN-- ***HELP*** ME!

FLASH, ***FORGIVE*** ME...

SHE SEEMS TO BE HAVING ***SECOND THOUGHTS,*** CHARLIE--

--BUT IN CASE YOU WERE ABOUT TO ***CONVINCE*** HER TO ***CHANGE*** HER ***MIND***--

--I THINK I'LL JUST TAKE OUT ***TWO*** BIRDS WITH ONE CHROME-DOMED ***STONE!***

;OHHHH!;

SHA-SHAN, ***LOOK OUT!***

TOO LATE--

*--BUT BEFORE SPIDEY CAN **PRESS** HIS ADVANTAGE...*

OH, ***NO***-- JUST WHAT I ***NEED!***

THAT'S ***HIM,*** OFFICERS! HE ATTACKED A ***LEGAL*** GATHERING!

HOLD IT RIGHT ***THERE,*** WALL-CRAWLER! WE'VE LET YOU ***SLIDE BY*** IN THE PAST--

--BUT YOU'VE ***REALLY*** DONE IT ***THIS*** TIME! YOU'RE UNDER ***ARREST!***

NOT ON A **BET,** PAL! I CAN JUST SEE MY **DEFENSE**--WITH THE ONLY **WITNESSES** A BUNCH OF BRAINWASHED **CULTISTS!**

STOP HIM, OFFICERS! HE IS MAKING HIS **ESCAPE!**

GO **AHEAD,** BALDY-- **SET** ME UP AND COME OUT SMELLING LIKE **ROSES!** BUT I'LL BE **BACK** FOR YOU AND YOUR LADY-FRIEND--

--AND, IF FLASH IS **HURT,** YOU'D BETTER PRAY I DON'T **FIND** YOU!

DID YOU **HEAR** HIM? HE'S **THREATENING** BROTHER POWER!

DON'T **SHOOT**-- YOU'LL HIT THE KID **WITH** HIM!

ALL RIGHT, I CAN **TELL** THIS IS GOING TO BE A **GOOD** ONE...

WE ARE A **RELIGIOUS** ORGANIZATION, OFFICERS--CONDUCTING OUR CEREMONIES **PEACEFULLY** WITH A **PERMIT** FROM THE CITY!

UNTIL WE WERE **ATTACKED** WITHOUT REASON BY THAT **YOUNG MAN** AND A MASKED **VIGILANTE!**

IS THIS NOT THE **CASE,** SHA-SHAN?

IT--IT IS **SO,** MY... HUSBAND.

WELL, ARE YOU GONNA PRESS **CHARGES** AGAINST **SPIDER-MAN...OR WHAT?**

NO, WE JUST WISH TO RETURN TO OUR **COMMUNION** WITH THE **LIGHT** OF **LOVE**--

UH, **SURE!**

SHEESH, IT TAKES ALL KINDS TO MAKE A WORLD, O'DONNELL!

'TIS THE BIG APPLE, PULASKI! THOUGH, T' MY WAY O' THINKIN', THESE BOYOS HAVE LESS T' DO WITH FRUIT--

--THAN NUTS!

COME, SISTERS AND BROTHERS!

WHILE, A SHORT DISTANCE AWAY...

FLASH? HEY SNAP OUT OF IT, FELLA!

GOTTA WARN... TEMPLE! TELL 'EM ABOUT BOMBING-- TELL...SHA-SHAN!

HUH? PETE-- THE PARK? WHAT-- WHAT HAPPENED? WHERE'S SPIDEY?

I FOL-LOWED FROM THE BANDSHELL --SAW HIM LET YOU DOWN HERE AND THEN SWING OFF!

WHICH IS AS GOOD A COVER-STORY AS I COULD THINK UP ON SHORT NOTICE!

I MISSED ALL BUT THE END OF WHAT HAPPENED BACK THERE-- BUT IT SURE WASTED YOU! I DON'T THINK YOU SHOULD TRY TO HACK THE "D" BACK TO BROOKLYN, FLASH!

I-- I'LL BE ALL RIGHT. I JUST NEED A LITTLE ...REST, THAT'S ALL.

THEN SACK OUT AT PARKER'S PALATIAL PALACE, PAL! IT'S NOT AIR-CONDITIONED BUT IT'S CHEAP...

SOMETIME LATER, AT PETE'S CHELSEA APART-MENT...

IF YOU CAN'T GET TO SLEEP, TRY COUNTING SWORDFISH! THE ONE ON THE WALL IS A PRESENT FROM GLORY GRANT!

SORRY TO HAVE TO LEAVE YOU IN SUCH ROCKY SHAPE, BUT THE PAYCHECK CALLS! I'VE GOT TO GO SCROUNGE UP A LIVING!

SURE, PETE--AND THANKS!

THAT'S WHAT FRIENDS ARE FOR, MY MAN!

HOWEVER, IT IS NOT THE **DAILY BUGLE** WHICH DRAWS PETE UPTOWN, BUT THE HALLS OF EMPIRE STATE UNIVERSITY'S **SOCIOLOGY DEPARTMENT,** WHERE HE FINDS...

PROF. **HUTTON**-- CAN I **TALK** WITH YOU A MINUTE?

AH, PARKER! I DIDN'T THINK YOU **WERE** SPEAKING TO ME--

--AFTER THAT **GRADE** I HAD TO GIVE YOU LAST **SEMESTER!**

NO SWEAT! I'M GRADUALLY MAKING IT ALL **UP** IN NIGHT SCHOOL, BUT I'LL NEVER BE RATED **GENIUS** AT ANYTHING OUTSIDE OF A **SCIENCE LAB!**

AND, IN PROF. HUTTON'S **OFFICE...**

YOU WANT TO TALK ABOUT MY **THESIS** ON QUASI-RELIGIOUS AND SELF-HELP GROUPS OF THE **SEVENTIES?**

ONE IN PARTICULAR, SIR-- THE **LEGION** OF **LIGHT!**

HMMM, YES! THEY'RE **NEW** HERE...NOT MUCH ATTENTION PAID THEM BY THE **MEDIA** AS YET-- BUT FRIENDS OF MINE ON THE **COAST** SAY THEY'RE GETTING **BIG** OUT THERE! **MAIN** FIGURE SEEMS TO BE--

"--ONE **ACHMED KORBA!** DURING THE **VIETNAM WAR,** HE RAN A POPULAR RESTAURANT IN **SAIGON.** RUMOR HAS IT THAT THE PLACE SERVED AS A **FRONT** FOR SMUGGLING AND **ESPIONAGE** ACTIVITIES.

"AT ANY RATE, KORBA DOESN'T **DENY** A SHADY PAST--

"--FOR, ON AN IN-COUNTRY **SMUGGLING** EXPEDITION, HE CLAIMED TO HAVE SEEN THE **LIGHT...**LITERALLY! A METEORITE--OR WHATEVER--SCARED OFF HIS MONTAGNARD BEARERS--

"--BUT KORBA DECIDED TO **INVESTIGATE** AND, IN THE BLINDING LIGHT OF THE THING'S **AFTERGLOW,** BEHELD--OR SO **HE** SAYS-- A **VISION** OF A **MYSTIC** OR **ALIEN** BEING, THOUGH THE CULT LITERATURE DOESN'T GET OVERLY **SPECIFIC!** BUT SOMEONE...OR SOME **THING... SPOKE** TO KORBA--

"--AS A **MENTOR**...A DIVINE **TEACHER**...CLEANSING HIM WITH THE **LIGHT,** TURNING HIM ON TO THE **TAO**--THE **TRUE WAY** TO THE PATH OF **LOVE** AND ETERNAL HUMAN **HAPPINESS!**"

THIS...**MENTOR**...INSTRUCTED HIM TO CARRY THE **MESSAGE** OF **LOVE**-THROUGH-**LIGHT** TO THE WORLD--TO MAKE **CONVERTS** FOR THE DAY WHEN THE MENTOR WOULD **REVEAL** HIMSELF IN **ALL** MEN! TO **AID** KORBA IN HIS MISSION, THE MENTOR GRANTED HIM THE **POWER** OF THE **LIGHT**--

--BUT, LEST KORBA **REVERT** TO HIS **OLD** WAYS, THE POWER COULD ONLY BE **USED** IN CONJUNCTION WITH ONE OF **PURITY** AND **INNOCENCE**...

THAT'S WHERE **SISTER SUN**--KORBA'S WIFE, **SHA-SHAN**--COMES IN!

SKIMMING HIS NOTES, PROF. HUTTON CONTINUES...

"WITH THE **FALL** OF THE SAIGON GOVERNMENT IMMINENT, KORBA USED HIS **INFLUENCE** OVER CERTAIN AUTHORTIES IN HIS **DEBT** FOR 'PAST SERVICES'--AND HE AND HIS **WIFE** CAME TO THE **STATES**.

FRAGILE

"IN A VERY SHORT TIME--NO DOUBT USING **CAPITAL** FUNNELED OUT **BEFORE** HIS CONVERSION--KORBA OPENED **ANOTHER** SUCCESSFUL RESTAURANT--

"--WHICH INSURED HIM A WELL-FINANCED **BASE** FROM WHICH TO SPREAD THE **WORD** AND MAKE **CONVERTS** TO HIS NEW MOVEMENT WHICH HE CALLED--

"--THE **LEGION** OF **LIGHT**!

HIS FOLLOWERS **SPURN** ALL WORLDLY POSSESSIONS, TURNING THEM OVER TO THE **MOVEMENT** WHEN THEY **JOIN**, AS MATERIAL THINGS WOULD BE OF NO **USE** WHEN THE DAY OF THE **MENTOR** COMES."

SINCE THEN--ALWAYS USING A **RESTAURANT** AS A BASE--THE MOVEMENT HAS GONE FROM MAJOR CITY TO MAJOR CITY... **BUILDING** AND **GROWING**--

--AND NOW **BROTHER POWER** AND **SISTER SUN** SEEM TO BE ENJOYING THE SAME **SUCCESS** RIGHT HERE IN **NEW YORK!**

HOW CAN PEOPLE BE **FOOLED** BY THIS STUFF?

FOR MANY, THIS "**STUFF**" IS FAR EASIER TO ACCEPT THAN YOUR **PHYSICS**, PETER--AND IT GIVES THEM A SENSE OF **BELONGING**...OF A **GROUP** IDENTITY!

ISN'T THERE SOME KIND OF **LAW** AGAINST **BRAIN-WASHING** AND **ROBBING** PEOPLE?

KORBA **ASKS FOR** AND **PROMISES** NOTHING BUT **LOVE** AND **HAPPINESS**-- WHAT HIS FOLLOWERS **GIVE** HIM IS UP TO **THEM!** THERE'S **NO** LAW AGAINST **DONATING** TO A **CAUSE**--

--EVEN A **MINDLESS** CAUSE!

WELL, **THANKS,** PROF! YOU'VE GIVEN ME A LOT TO **THINK** ABOUT--

--BUT **NONE** OF IT EXPLAINS WHY **SHA-SHAN** WOULD LET HERSELF GET HOOKED UP WITH A SNAKE LIKE **KORBA**--

--AND I'M NOT **DROPPING** THIS UNTIL I FIND **OUT!**

GOOD LUCK, PETER... AND IF ANY OF THIS TURNS UP IN THE **BUGLE,** I WANT A **CREDIT**--

--ALTHOUGH, ON SECOND THOUGHT, HAVING **MY** NAME ASSOCIATED WITH **JAMESON** MIGHT HURT MY **STANDING** WITH THE **COLLEGE!**

*AND, AFTER AN AGONIZING **SLOW** BUS RIDE **DOWNTOWN,** PETE ENTERS HIS APARTMENT TO FIND...*

FLASH? HE'S **GONE**-- AND IF THAT **NOTE** ON THE BED SAYS WHAT I **THINK** IT DOES...!

OH, **NO!**

Dear Pete-
I think Sha-Shan has been forced into this insanity by her husband! I'm going to confront her and get the truth--in her own words!
Flash

*AND, FASTER THAN YOU OR I CAN SPIN A **SPIDER-LINE**...*

FLASH DOESN'T **KNOW** WHAT HE'S GETTING HIMSELF **INTO**--AND I'M NOT SURE **I** DO, EITHER!

BUT RELIGIOUS BUNK **ASIDE,** KORBA'S WORMED HIS WAY INTO MORE **MONEY** AND **POWER** THAN HE'S EVEN **KNOWN**-- AND HE'S NOT ABOUT TO LET A **LOVESICK** VIETNAM VETERAN MESS THINGS **UP** FOR HIM!

IT'S A SHORT **SWING** FROM CHELSEA TO THE LOWER TIP OF MANHATTAN, THE AREA AROUND **CITY HALL,** WHERE...

THIS IS THE BUILDING THAT HOUSES KORBA'S **RESTAURANT--**

--AND I DON'T NEED **SPIDER-SENSE** TO TELL ME THAT I'M EAVESDROPPING ON **FLASH** AND...

...SHA-SHAN, YOU CAN'T BE **HAPPY** WITH THIS KIND OF **LIFE!** YOU **CAN'T!**

MY PATH HAS BEEN **CHOSEN** FOR ME, FLASH--

--IT CANNOT BE **ALTERED** NOW! FOR ME EVEN TO **SEE** YOU WAS A **MISTAKE**-- BRINGING ONLY **PAIN** TO US **BOTH!**

PLEASE... YOU HAVE STAYED **TOO LONG!**

NUTS! YOU'RE BEING **USED** BY THIS **KORBA** CREEP--

--AND I'M NOT **GOING** UNTIL I HEAR YOU SAY YOU **BELIEVE** IN THIS **LEGION** OF **LIGHT** JUNK... UNTIL YOU SAY, YOU **LOVE** HIM!

I--!

SUDDENLY...

YOU **DARE** TO **RETURN** HERE?! YOU **FOOL--**

--I **WARNED** YOU ONCE, ALLOWED YOU TO **LEAVE** WITH YOUR **LIFE--**

--BUT **NOW** YOU WILL SUFFER THE FATE OF **ANY** DISBELIEVING **INTERLOPER!**

GET YOUR HANDS **OFF** ME, YOU BIG-- **UKKK!**

ACHMED, **NO--** YOU **MUSTN'T!**

MUSTN'T **DEFEND** MYSELF AND MY **CAUSE** FROM A JEALOUS DOG WHO HAS ATTACKED ME **ONCE** THIS DAY?

H-HEY!!

THE MENTOR PREACHES **LOVE**, SHA-SHAN--**NOT** INSANE, SUICIDAL **PASSIVITY!**

BUT, BEFORE THE DAZED **FLASH THOMPSON** CAN COLLIDE WITH APARTMENT WALL...IN THE NAME OF "**LOVE**"...

THWAP!

HUH? A **WEB-NET**... **SPIDEY!**

RIGHT YOU **ARE**, MR. THOMPSON! AFTER THAT HASSLE **EARLIER**, I DECIDED TO KEEP **TABS** ON YOU.

IT DOESN'T LOOK **GOOD** FOR MY NUMBER ONE **FAN**--

--TO RUN AROUND FLAUNTING A **DEATH-WISH!**

SHA-SHAN-- DON YOUR **HELMET!** THIS ONE IS A **DANGER** TO OUR **CAUSE**--

--AND MUST BE **DEALT** WITH SWIFTLY! GRASP MY **HAND**, WOMAN!

HMM, IF I **REMEMBER**-- AS FAR BACK AS THIS **AFTERNOON**--

--HOLDING **HANDS** IS YOUR CUTE LITTLE WAY OF TRIGGERING A **LIGHT-BURST** FROM THE **SUN SYMBOLS** ON YOUR **CHESTS!**

SO ALL **I** HAVE TO DO IS **COVER** THEM WITH **WEBBING**--

...IF I GET THE CHANCE!

SHSKROOM!

THE INTENSELY **POWERFUL** LIGHT-BURST BLASTS **WINDOW, WALL,** AND **WALL-CRAWLER**--

--AND **SMASHES** SPIDEY DOWN IN A HAIL OF **DEBRIS** TO THE TRASH-STREWN **ALLEY** BELOW!

KRASH!

IT IS THE **TRASH** THAT BREAKS HIS **FALL**--

--BUT IT WILL TAKE SOME **MINUTES** TO SHAKE OUT THE **PERCUSSION SECTION** THAT HAS TAKEN UP **RESIDENCE** INSIDE HIS POUNDING **HEAD**...

...**MINUTES** HE MAY NOT **HAVE!**

NEXT ISSUE: **RAZORBACK!** PLUS: THE SECRET OF SHA-SHAN!

THE SPECTACULAR SPIDERMAN ®

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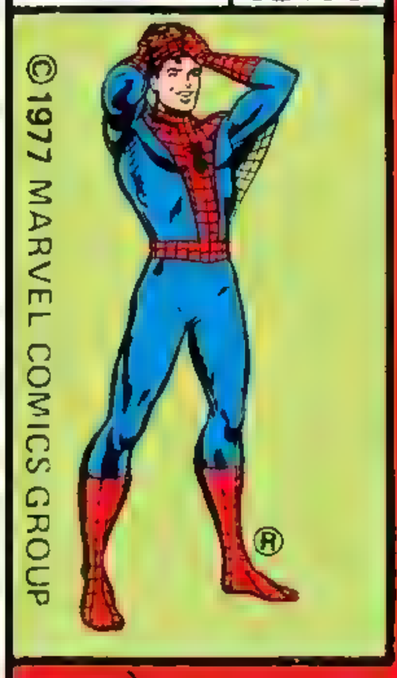

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

NICE *TRY*, WALL-CRAWLER! BUT ANYBODY WHO COMES AT *ME* FROM BEHIND--

--IS IN FOR A *BIG SHOCK!*

HE'S ROUGH--HE'S READY--
HE'S THE RIP-ROARING

RAZORBACK!

AND HE'LL GET WHAT HE **WANTS** IN THE BIG APPLE--OR **POUND** IT INTO **PULP!**

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

BILL MANTLO WRITER * SAL BUSCEMA & MIKE ESPOSITO ILLUSTRATORS * ANNETTE K., LETTERER JANICE C., COLORIST * ARCHIE GOODWIN EDITOR

FROM BAD-TO-WORSE-AND-DOWNHILL-FROM-THERE-DEPARTMENT: WHEN FLASH THOMPSON DISCOVERED THAT HIS VIETNAMESE SAVIOR--SHA SHAN--WAS ALSO SISTER SUN, AND THAT SHE WAS MARRIED TO A FORMER SMUGGLER NAMED ACHMED KORBA, WHO, AS BROTHER POWER, WAS NOW THE LEADER OF THE NEWEST RELIGIOUS NUT-GROUP ON THE NEW YORK SCENE...IT ALMOST COST FLASH HIS LIFE!

AND, WHEN SPIDEY CHARGED IN TO SAVE HIS FRIEND, HE RAN HEAD ON INTO A DOUBLE LIGHT-BURST--EMANATING FROM THE SUN SYMBOLS ON THE DUO'S TUNICS--WITH THE NET RESULT THAT HE WAS BLASTED OUT OF KORBA'S RESTAURANT--

--TO THIS TRASH-STREWN ALLEY WHERE, AS THE DRUM-ROLL FADES IN HIS HEAD, HE MUST RISE TO FACE...

...THE COMING OF RAZORBACK!

E-EVERYTHING'S BLURRY--CAN'T SEEM TO FOCUS MY EYES! G-GUESS LANDING ON YOUR HEAD CAN DO THAT, THOUGH!

BUT SPIDER-SENSE IS GOING STRONG! SOMEBODY'S IN THIS ALLEY WITH ME!

SOMEBODY BIG!

WELL, IF IT'S BROTHER POWER THINKING TO FINISH ME OFF--

--THAT SKIN-DOMED CREEP IS IN FOR ONE HECKUVA SURPRISE!

FA-WAM!

WITH A SURGE OF ADREN-ALIN--

--SPIDEY'S VISION CLEARS IN TIME TO SEE...

I WAS HOPIN' YOU'D TRY SUMPIN' LIKE THAT, GOOD BUDDY--

--'CAUSE NOW I GOT ME AN EX-CUSE TO CLEAN UP THIS HERE DIRTY CITY--USIN' YOU AS MY BROOM!

H-HUH? BUT YOU'RE NOT BROTHER POWER, SO WHO--?!

G-GLITCHH!

THE HANDLE'S RAZORBACK, WALL-CRAWLER! AN' UNLESS YOU START GETTIN' WITH IT--

--I'LL BEST BE REMEMBERED AS THE DUDE WHO 10-7'd SPIDER-MAN--PERMANENTLY!*

*KILLED, IN CB-LINGO --ARCHIE.

OKAY--I'VE *HELD BACK* WHILE I TRIED TO *PSYCHE* THIS GUY *OUT!*

HE'S *STRONG*--BUT NOT AS STRONG AS THE *HULK*...OR EVEN THE *RHINO*--

RES

--AND SINCE I'VE TAKEN ON *BOTH* THOSE *BELLIGERANT BUTTERCUPS* AND *LIVED* TO TELL ABOUT IT--

UNHH!

WOMAK!

--HOG-*HUMPS* HERE SHOULD BE A *PUSHOVER!*

SKRASH!

DELIVERED THROUGH THE FRONT WINDOW OF BROTHER POWER'S *RESTAURANT*--

--A NEW *DISH* HAS JUST BEEN ADDED TO ACHMED KORBA'S *MENU* OF MIDDLE-EASTERN *CUISINE!*

ROAST PORK À LA RAZORBACK!

O-OMIGOSH! *WAITER*--

CRASH!

--MY *CHECK!!*

EVERY SECOND I SPEND *WALTZING* WITH THIS BIG BRUISER LEAVES *FLASH* AT BROTHER POWER'S *MERCY!*

I'VE GOT TO *END* THIS AND GET BACK *UPSTAIRS-- FAST!*

YOU HAD ENOUGH TO CRY *UNCLE* YET, PIG-SNOUT?

NEGA-TORY, INSECT-MAN--

--I CAME *EAST* TO STRUT MY STUFF IN THE *BIG LEAGUES*--AN' TO TAKE CARE O' *FAMILY BUSINESS!*

TZZZZZT!

NOW I GOT ME A CHANCE TO DO *BOTH* AT *ONCE!*

HUH? *SPARKS* --FROM HIS *HEADPIECE?!*

HE'S *ELEC-TRIFIED* HIS *MANE!!*

ZAM!

THAT'S *RIGHT,* GOOD BUDDY-- I *THOUGHT* IT MIGHT COME AS A *SHOCK* TO YA!

PACKS A *HONEY* OF A *WALLOP,* NOW DON'T IT? I DESIGNED IT *MYSELF*--OUTTA SPARE *RADIO EQUIPMENT--*

AN' I GUESS IF *THAT* DON'T PROVE I BELONG IN THE *BIG TIMES,* AIN'T *NUTHIN'* WILL! HOW YA *FEELIN',* GOOD BUDDY?

Y-YOU... SOUND *ALMOST...* LIKE YOU... *CARE...*

SURE! I DON'T HOLD NO *GRUDGES*--EVEN IF YOU *DID* HIT ME *FIRST!* 'SIDES--

--THIS IS JUST LIKE I HEARD BACK IN *HOG COUNTRY...* TEXARKANA, ARKANSAS--

--*ALL* YOU EASTERN *SUPER-HERO-TYPES* ALWAYS *STOMP* EACH OTHER BY WAY O' *INTRODUCTION!*

SO I FIGGERED *I'D* DO THE *SAME!* HERE--THE NAME'S *BUFORD HOLLIS*--LEMME GIVE YA A HAND *UP?*

YOU--YOU MEAN YOU PICKED A *FIGHT* JUST TO GET TO *KNOW* ME...TO *PROVE* YOURSELF??

BIG 10-4, GOOD BUDDY-- YOU *BET* I DID!

I DON'T *BELIEVE* IT--

--THERE MAY BE A *MURDER* GOING ON *UPSTAIRS*--AND YOU WANT TO PLAY *GAMES!*

B-BUT-- I DIDN'T *KNOW...!*

THAT'S *RIGHT*-- YOU *DIDN'T... LUMMOX!*

AND, AFTER A LIGHTNING-LIKE LEAP UP THE RESTAURANT'S BACK STAIRS...

FLASH!

I-I'M *OKAY,* SPIDEY! BROTHER POWER JUST USED MY *HEAD* AS A *PUNCHING BAG*--

--THEN, JUST AS HE SEEMED ABOUT TO *BLAST* ME FROM *HERE* TO *EAST ORANGE* WITH ANOTHER ONE OF HIS *LIGHT-BURSTS*--

KRASH!

--HE AND SHA SHAN STOPPED *COLD*...LIKE THEY WERE *LISTENING* TO A VOICE INSIDE THEIR *HELMETS* THAT I COULDN'T *HEAR!*

THEN WHAT HAPPENED? *WHERE--?*

VRRR--

NEVER *MIND,* FLASH-- THERE *GOES* MY ANSWER!

BROTHER POWER--HE'S GETTING *AWAY...* WITH *SHA SHAN!*

AURANT

VROOM!

SAM

FLASH STILL THINKS SHA SHAN IS SISTER SUN AGAINST HER WILL! WELL, MAYBE SHE IS--

--BUT I'M NOT GONNA FIND OUT BY STAYING HERE!

SPIDEY, WHAT--?!

MAN THE FORT, SOLDIER --I'M GOING TO TRACK DOWN YOUR LADY-LOVE!

BUT, AS SPIDEY'S SWING CARRIES HIM PAST THE RESTAURANT'S FIRE ESCAPE...

HOLD ON, LITTLE BUDDY!

WHAT IN BLAZES--?!

NO--NOT AGAIN! IT JUST ISN'T POSSIBLE FOR DISASTER TO STRIKE THE SAME PERSON TWICE IN ONE NIGHT!

YOU OVERGROWN, CORN-FED HAYSEED! LET GO OF ME-- WHAT DO YOU THINK YOU'RE DOING??

I'M SAVIN' YA A TRIP--SORT OF BY WAY O' APOLOGIZIN'! Y'SEE--I SEEN YA TAKE OFF AFTER THE SAME CAR I BEEN WATCHIN'--

AN' WHICH I DONE ALREADY SLAPPED A HOME-MADE TRACER ON! NOT BAD FOR A AMATEUR, HUH?

NOT BAD AT ALL, TUSKS--ORIGINAL, TOO! BUT WHY ARE YOU AFTER BROTHER POWER?

YOU HARDLY SEEM THE TYPE TO JOIN A RIVAL SECT!

NUTHIN' LIKE THAT, GOOD BUDDY-- IT'S FAMILY BUSINESS... LIKE I SAID BEFORE!

YEAH, WELL--I'VE GOT LITTLE ENOUGH OF A *PRIVATE LIFE* OF MY *OWN* TO KNOW WHEN *NOT* TO PRY INTO SOMEBODY ELSE'S!

SPIDEY--IF YOU TWO ARE GOING AFTER *SHA SHAN*... COUNT *ME* IN!

WHY NOT? SINCE *BICEPS* HERE *STOPPED* ME--*THREE* CAN AFFORD THE *CAB-FARE* EASIER THAN *ONE*!

BUT WE DON'T *HAVETA* CALL A CAB! THAT'S WHAT I BEEN TRYIN' TO *TELL* YA--

--I GOT US SOME *TRANS-POOR-TATION!* IT AIN'T NO *LIMOUSINE*--

--BUT THE *BIG PIG'LL* GET YOU WHERE YOU'RE *GOIN'*... AN' *THEN* SOME!

I BUILT HER *MY-SELF!*

WOW!

I DIDN'T THINK YOU COULD *ORDER* THEM THAT WAY!

BIG PIG

THIS L'IL *BOBTAILS*'S THE *FASTEST SEMI-RIG* NORTH, EAST, SOUTH, OR WEST OF *T-CITY,* ARKANSAS!

SHE'LL DO ANY-THIN' I *ASK* HER TO, WEBHEAD!

DOES IT *COME* WHEN YOU *WHISTLE?*

Y'ALL WOULD BE *SUR-PRISED!*

I'LL *BET!*

AND, AS THE UNLIKELY **TRIO** BOARDS RAZORBACK'S "**BIG PIG**"...

HOLD ONTO YOUR **LUNCHES**, GOOD BUDDIES!

--'CAUSE THIS HERE **ROAD JOCKEY'S** GONNA KICK OUT THE **SLACK** AN' LET THE **MOTOR** TOTE 'ER!

*POPPING A **WHEELIE**-- THEY'RE **OFF**!*

*WHILE, **NORTH** OF THE **BIG APPLE**, ARRIVING AT A FASHIONABLE **CROTON-ON-THE-HUDSON** ESTATE...*

HE IS **AWAIT-ING** YOU MOST **IMPATIENTLY** BROTHER!

BUT WE **CAME** AS SOON AS WE RECEIVED THE **CALL**!

HE IS **AWARE** OF THAT, BROTHER--BUT HE **HIMSELF** MUST INFORM YOU OF **HIS DISPLEASURE**!

IT IS NOT THE **PLACE** OF THIS HUMBLE **PRIEST** TO--!

NO--IT'S ONLY YOUR PLACE TO **SCHEME** BEHIND MY **BACK**! YOU SEEK MY **POWER**, PRIEST--

--AND YOU WOULD TELL THE **MENTOR** ANY **LIE** ABOUT ME TO **GET IT**!

KORBA--YOU **FORGET** YOURSELF! YOU ARE IN THE **PRESENCE** OF THE MENTOR NOW--

--**NOT** AT SOME PATHETIC **STREET-RALLY**! HEAR ME--

--I HAVE BEEN **INFORMED** OF YOUR EVERY **MOVE**, DISCIPLE! I KNOW YOU HAVE USED THE **POWER**--IN **PUBLIC**!

YOU HAVE GONE AGAINST MY **COM-MANDS**, WRETCHED ONE! YOU HAVE **DARED** TO **DEFY**--

--THE HATE-MONGER!*

WHY DID YOU GIVE ME THE POWER OF THE LIGHT THEN--IF NOT TO USE IT? WE WERE ATTACKED--I DEFENDED MYSELF!

MY MENTOR YOU MAY BE, HATE-MONGER, BUT NOW THAT I HAVE THE POWER--NO MAN IS ACHMED KORBA'S MASTER!

* AND AN AUTOGRAPHED NO-PRIZE TO THE FIRST MARVELITE WHO CAN TELL US WHERE HATE-MONGER FIRST AND LAST APPEARED! --ARTFUL ARCHIE.

UNGRATEFUL CUR--SILENCE!

NO! I DIDN'T MEAN TO--AGGHHH!

STROW!

STOP--I BEG YOU! YOU WILL KILL HIM!

AS I GAVE THE POWER--SO MAY I TAKE IT AWAY... AND USE IT AGAINST THE FAITHLESS!

NO, SISTER SUN--NOT WHILE HE IS STILL OF SOME USE TO ME!

THE POWER SERVES YOU BECAUSE OF YOUR HATE, KORBA--BUT NEVER FORGET THAT MY HATE IS SUPREME! YOU ARE BUT MY CAPTAIN--

--AND I GIVE YOU NOW A CHOICE! EITHER SERVE ME WILLINGLY, TAKING WHAT SMALL FAVORS I MAY GRANT--OR SERVE ME WITHOUT CHOICE--AS SOON YOUR FELLOW-MEN SHALL!

I...SERVE YOU... WILLINGLY, HATE-MONGER!

THEN HEED ME, BROTHER POWER--NOT ONLY DID YOU VIOLATE THE FIRST RULE OF OUR ORDER--

--BUT, IN YOUR EGO-MANIACAL CARELESS-NESS, YOU HAVE LED OTHERS TO OUR RE-TREAT--OUTSIDERS!

AN ELECTRONIC DEVICE PLACED ON YOUR CAR ESCAPED YOUR LIMITED POWERS OF OB-SERVATION--

--BUT IT COULD NOT STAY HIDDEN FROM MY IN-STRUMENTS!

HATE-MONGER--MENTOR--LET ME DO PENANCE--SHOW MY TRUE DEVOTION TO YOU BY DESTROYING THESE INTERLOPERS!

I FEAR THAT WOULD SHOW LITTLE BUT YOUR BLOODLUST, BROTHER--BUT SO BE IT!

YET, IT MUST BE DONE SO AS TO AD-VANCE OUR GOALS! THIS IS MY PLAN...

NO NEED FOR US TO DWELL ON THE MUNDANE DETAILS OF THE HATE-MONGER'S PLAN, PILGRIMS--NOT WHEN WE'LL WITNESS ITS RE-SULTS IN JUST A FEW SHORT PAGES!

SO LET'S SKIP AHEAD A BIT IN TIME TO A POINT WHERE THAT BLIP ON H-M'S RADAR-SCREEN DRAWS NEAR ITS DESTINATION...

THIS ROAD MAP FROM YOUR CHART-FILE SHOWS A BIG PRIVATE ESTATE SOMEWHERE NEAR HERE, BUFORD!

WE'RE WALKIN' IN BLOWIN' SMOKE, WALL-CRAWLER! TRACER-SIGNAL'S CLEAR AS A SOW'S EAR!

BIG PIG

AN' AT THE SPEED BIG PIG'S DOIN' IT TO IT--WE COULDA BEEN HERE YES-TERDAY!

I'VE GOTTA HAND IT TO YOU, BUCK-- YOU'VE GOT GOOD SHOCKS ON THIS THING!

WHO'S THE LADY TAPED TO YOUR DASHBOARD, RAZORBACK?

THAT'S THE FAMILY BUSINESS I BEEN HINTIN' AT, BOYS! THE L'IL GAL'S FROM T-CITY--SAME AS ME! SHE GOT HOOKED IN BY THIS HERE LEGION OF LIGHT--

--AN' ONE MORNIN' WE ALL WOKE UP T'FIND HER JUST UP AN' GONE! 'MOST BROKE HER POOR MAMA'S HEART!

SOUNDS LIKE SHE'S A RELATIVE, BUCK-- YOUR SISTER?

YO--MY KID-SISTER, WEB-HEAD BOBBY SUE-- FINEST LITTLE CHICK IN TEXARKANA--

--TILL THIS BROTHER POWER DUDE RAIDED THE HEN HOUSE!

THEY WOULDN'T EVEN LET ME SEE HER--AN' BY THE TIME I FOUND OUT WHERE THEY WAS KEEPIN' HER--SHE WAS GONE!

BUT I WAS SOME KINDA HOTSHOT BACK HOME-- EVEN STOPPED A GANG O' RADIO RUSTLERS SMUGGLIN' HOT CB EQUIPMENT 'CROSS STATE LINES!

I FIGGERED-- BETWEEN MY MUSCLES AN' KNACK FOR COOKIN' UP ELECTRIC GIZMOS--I COULD FIND MY SIS, LIKE AS NOT!

'CAUSE WHEN YOU LOVE SOMEBODY STRONG-LIKE-- IT JUST AIN'T NATCHERL TO LET SOME BALD CAYUSE UP AN' STEAL HER AWAY, NOW IS IT?

WHAT ABOUT YOUR L'IL LADY, FLASH?

SHA SHAN ISN'T MY LADY, BUCK--

"--AND, ACCORDING TO WHAT SHE TOLD ME AT THE RESTAURANT BEFORE KORBA BUSTED IN, SHE ONLY JOINED THE LEGION OF LIGHT BECAUSE IT WAS HER FATHER'S WISH!"

YOU SUMMONED ME FROM MY MEDITATIONS, SAINTED FATHER?

YES, DAUGHTER OF MY HEART. WE HAVE KNOWN PEACE IN THIS NEW TEMPLE. BUT THE SHADOW OF STRIFE NOW TOUCHES US.

DO YOU *REMEMBER* MY TEACHING, SHA SHAN--THAT THERE IS A PRECARIOUS *BALANCE* ON THIS EARTH, BETWEEN *GOOD* AND *EVIL*--

--*LOVE* AND... *HATE*?

A BALANCE EASILY *UPSET*--WITH *REPERCUSSIONS* FELT THROUGHOUT THE *UNIVERSE*!

WELL DO I REMEMBER, FATHER!

THEN *KNOW* THAT *THIS DAY*--HERE IN *VIETNAM*--A *LORD* OF *DARKNESS* HAS DESCENDED TO EARTH IN A *SHOWER* OF *LIGHT*...AND CHOSEN A *MORTAL* AS HIS *EMISSARY* OF *HATE*!

HE HAS GIVEN HIS DISCIPLE *POWER*--BUT NOT HIS *TRUST*! TO *USE* THE POWER, THIS EMISSARY MUST *JOIN* WITH ONE OF *PURITY* AND *INNOCENCE*!

DARKNESS WILL GUIDE THE EMISSARY *HERE*, MY CHILD! TO PRESERVE THE *HOLY BALANCE*--THE ONE HE *CHOOSES* MUST BE...*YOU*!

I SENSE YOUR *TEARS*, SHA SHAN--BUT THERE IS NO *OTHER*! YOU ARE *VERSED* IN THE WAY OF THE *LIGHT*--*MY* POWER IS *YOURS*--

--AND I HAVE NOT *LONG* TO *LIVE*! YOU ARE HEREWITH THE *GUARDIAN* OF THE *LIGHT*, MY BELOVED DAUGHTER!

"IT BROKE HER *HEART*, BUT SHA SHAN *DID* HER FATHER'S *BIDDING*! KORBA *CAME* TO THE TEMPLE, AS THE OLD PRIEST HAD *PREDICTED*--THEY WERE *MARRIED*--"

--AND TOGETHER THEY *ESCAPED* AS THE TEMPLE WAS *DESTROYED* IN THE LAST *BOMBING MISSION* OF THE *VIETNAM WAR*!

WELL, THAT TIES IN WITH WHAT *PROF. HUTTON* TOLD *PETER PARKER* ABOUT HOW THE LEGION OF LIGHT GOT *STARTED*--

--BUT I'M STILL HAVING *TROUBLE* SWALLOWING KORBA'S GETTING HIS *POWER* FROM A *MYSTICAL FIGURE* ARRIVING ON EARTH IN A *METEOR*!*

WE'RE *HOME TWENTY*, MUDSUCKERS! UNFASTEN *SEATBELTS* AN' LET'S *GET* WHAT WE *COME FOR*!

BIG PIG

*LAST ISH --ARCHIE.

NOT SO *FAST*, BUCK! WE'RE ON *PRIVATE PROPERTY* NOW--AND THE LEGION HASN'T BROKEN ANY *LAWS!*

IF WE'RE GOING TO *STOP* THEM, WE'VE GOT TO TAKE THEM BY *SURPRISE*--

--AND *CATCH* THEM AT SOMETHING *ILLEGAL!*

10-4, WEB-HEAD--YOU'RE THE *PRO!* WE'LL *WAIT* FOR YUH TO *SIGNAL!*

HOPE I HANDLED THAT *TACT-FULLY!* RAZORBACK'S *HEART* IS IN THE *RIGHT PLACE*--BUT I CAN'T RISK HIS *BULL*-IN-A-*CHINASHOP* TECHNIQUE GIVING US *AWAY!*

NOT WHEN I'M *SURE* KORBA'S FLIGHT FROM NEW YORK MEANS THAT SOMETHING *BIG* IS IN THE WIND!

AND THE *ARMED CAMP* ATMOSPHERE OF THIS PLACE *CLINCHES* IT!

I'LL BET THOSE *BULGES* UNDER THESE FOLKS' *ROBES* AREN'T CAUSED BY *BIBLES*--

--AND THEY DON'T SEEM *ENTRANCED* LIKE THE *REST* OF BROTHER POWER'S *FOLLOWERS!*

SO *MY* GUESS IS THEY'RE THE *SECURITY FORCE* FOR THE *LEGION*--AND THE WAY THEY'RE DEPLOYED AROUND *THIS* WINDOW--

--CAN'T *HELP* BUT AROUSE MY *SPIDER-CURIOSITY* ENOUGH--

--TO TURN ME INTO A *PEEPING-PETER!*

...AS YOU WITNESSED MY *POWER* ON THE DAY I DESCENDED TO *EARTH*--SO SOON SHALL THE *WORLD!*

O-OMIGOSH-- IT *CAN'T* BE! I-- I *RECOGNIZE* HIM FROM THE *PAPERS*-- THE *HATE-MONGER!*

BUT HE'S... *DEAD!!* *

* AS FAR AS *SPIDEY* KNOWS, H-M DIED IN *FANTASTIC FOUR* #21 -- ARCH.

EVERYTHING IS SET FOR *TOMORROW!* YOU HAVE PREPARED THE WAY FOR MY *COMING...*

OUR GULLIBLE, PROGRAMMED *FOLLOWERS* WILL SEE MY COMING AS THE GREATEST MANIFESTATION OF THE *POWER* OF THE *LIGHT!*

BUT THEY--AND AN UNSUSPECTING *WORLD*--WILL LEARN THAT IT IS *REALLY* THE POWER OF HATE... AND SWIFTLY *FEEL* JUST *HOW* GREAT THAT POWER *TRULY* IS!

MOMENTS LATER...

I'VE HEARD *ENOUGH* TO KNOW THEY'RE PLANNING A HUGE *RALLY* AT THE *YONKERS COLISEUM* TOMORROW!

IF IT'S *TELEVISED*--THEIR GOSPEL OF *HATE* WILL REACH *MILLIONS!*

BUT *NOW* WE'VE GOT SOMETHING *ON* THEM! THE *HATE-MONGER* IS A WANTED *CRIMINAL!* GOT TO TELL--!

BUT SUDDENLY HIS SPIDER-SENSE SCREAMS OUT AN ALL-POINTS ALERT AND, HEEDING IT, HE LEAPS FROM THE TELEPHONE CABLE--

TZZAT!

--A FRACTION OF A SECOND TOO LATE, FOR HE IS STILL IN CONTACT AS THE AIR ABOUT HIM EXPLODES ELECTRICALLY--

--AND IT IS ONLY HIS UNCANNY AGILITY THAT ALLOWS HIM TO BREAK FREE OF THE NUMBING, SEARING CURRENT--

WHILE, BACK AT THE MAIN ROAD...

BUFORD! THAT FLASH OF LIGHT--?!

AFFIRMATORY, GOOD BUDDY--I SEE IT, TOO!

IT MAY NOT BE THE *SIGNAL* WE WAS *WAITIN'* FOR--BUT I GOT ME A *HUNCH* IT'LL HAVETA *DO!* LET'S--!

YOU WILL DO *NOTHING*, INTRUDERS--SAVE *JOIN* YOUR COMPANION IN *DEATH!*

DEA--? SPIDEY --THEY'RE TALKING ABOUT *SPIDEY!*

THEN WE GOT US ANOTHER REASON FOR *STOMPIN'* THEIR *TAILS*-- AN' RAZORBACK'S GONNA *ENJOY* EVERY MINUTE!

MEANWHILE, BACK AT THE SHED...

ROOF BROKE MY *FALL*, BUT IT'S *DARKER* THAN A NEW YORK *BLACK-OUT* IN HERE--

--AND I'M NOT *ALONE!*

SUDDENLY THE LIGHTS GO ON...

--AND BEFORE SPIDEY CAN SHAKE THE SHADOWS FROM HIS EYES...

BROTHER POWER-- SISTER SUN-- WAITING FOR ME! IT WAS ALL A *SET-* *UNGHH!*

EXACTLY AS THE HATE-MONGER *PLANNED!* YOU OVER-HEARD HIM GIVING ORDERS TO TWO *DECOYS* IN *DUPLICATE COSTUMES*, AS *WE* WAITED FOR YOU TO BE SENT CRASH-ING INTO *HERE--*

FA-ZAM!

--WHERE YOU CAN *AGAIN* EXPERIENCE THE AWESOME POWER OF *LIGHT--*

"--AS WILL YOUR LESS DANGEROUS COMRADES!"

HANG IN THERE, GOOD BUDDY--OL' BUFORD'S COMIN' FOR YA!

THERE'S T-TOO MANY OF THEM, BUCK! I CAN'T HOLD THEM OFF!

WELL, SHUCKS-- THAT'S WHAT I'M HERE FOR, AIN'T IT?

ZAK!

AIN'T NO WAY THESE MOONY-EYED LOONIES CAN HANG ON T'ME--NOT WHEN I JUICE UP MY MANE!

HECK--THIS HERE RUMBLE AIN'T NO DIFFERENT THAN ANY ORDINARY SATURDAY NIGHT AFTER THE RODEO BACK HOME!

BUFORD --YOU CAN STOP NOW.

HUH? OH, LORDY-- BOBBY SUE! WHAT'VE THEY DONE TO YA, GAL? TALK TO ME!

OF COURSE, MY BROTHER-- AND WHEN I DO SPEAK--

--IT WILL BE WITH A VOICE FILLED WITH THE POWER OF THE LIGHT!

BOBBY SUUUUEEEE...

DARKNESS--

--AND ONLY MUCH, MUCH LATER--

--LIGHT!

YOUR COMPANIONS SLEEP ON, SPIDER-MAN --BUT YOU ARE AWAKE!

I WISH TO THANK YOU FOR ATTACK-ING MY RETREAT--IN DOING SO, YOU HAVE PLAYED INTO MY HANDS!

THERE WILL INDEED BE A RALLY TOMORROW--WITH MILLIONS WATCHING ON TELEVISION--

--WATCHING BECAUSE THEY WILL WANT TO KNOW WHAT MANNER OF ORGANIZATION INSPIRES SUCH HORRIBLE ACTS OF MINDLESS VIOLENCE--

--AS THE ATTEMPTED DYNAMITE DES-TRUCTION OF A RELIGIOUS ORDER BY THREE SELF-PROCLAIMED HEROES!

YOUR DEATHS WILL PROVIDE ME WITH AN AUDIENCE OF IMMENSE PROPORTIONS--AN AUDIENCE READY TO RECEIVE MY MESSAGE OF...HATE!

TIK-TIK-TIK-TIK...

HOO-BOY--THIS IS GONNA BE ANOTHER ONE OF THOSE DAYS!

NEXT: KILLING ME SOFTLY... with his HATE!

THE SPECTACULAR SPIDERMAN ®

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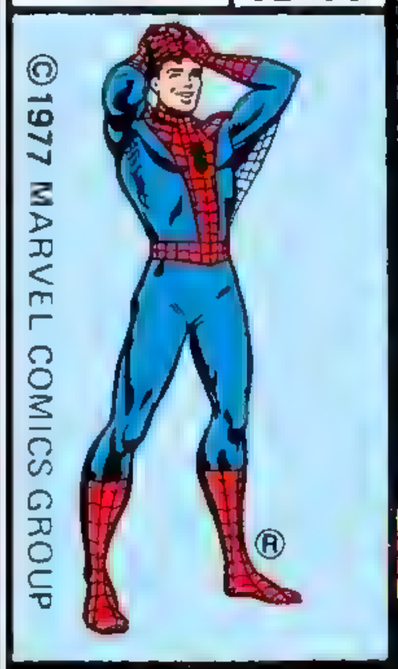

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

STRIKE, FOOLS! FORGET YOU ARE *ALLIES* AND *DESTROY* EACH OTHER--

-- THE *HATE-MONGER* COMMANDS!

KILLING ME SOFTLY WITH HIS HATE!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

BILL MANTLO WRITER * S. BUSCEMA, J. TARTAG & ESPO ARTISTS * KAREN D. LETTERS * IRENE VARTANOFF COLORS * A. GOODWIN EDITOR

KILLING ME SOFTLY...

WAKE-UP TIME, EVERYBODY... AND THE HATE-MONGER'S LEFT US AN EARLY CALL!

FOR BUFORD HOLLIS-- THE CITIZENS' BAND SUPER-HERO WHO CALLS HIMSELF RAZORBACK-- HIS FIRST MISSION MAY BE HIS LAST!

FOR FLASH THOMPSON-- VETERAN OF A THANKLESS WAR AND IN LOVE WITH A VIET-NAMESE MAIDEN--

SWEET LORDY...! THEY'RE FIXIN' TO BLOW US TO KINGDOM COME!

--IT'S HARD TO SWALLOW THAT SHA SHAN HER-SELF MAY HAVE HELPED PLAN HIS DEMISE!

TIK-TIK-TIK-TIK

AND TO PETER PARKER, THE EVER-SPECTACULAR SPIDER-MAN, IT'S JUST ANOTHER ONE OF THOSE DAYS!

...WITH HIS HATE!

FOR A *WHILE*, I THOUGHT THE HATE-MONGER'S LEGION OF LIGHT PEOPLE HAD PUT YOU TWO OUT *PERMANENTLY!* IF WE GO *NOW*... I'LL AT LEAST HAVE *COMPANY!*

NO! I'M NOT JUST GONNA LET IT *END* LIKE THIS! THERE'S ...GOTTA BE *SOME WAY* TO... *REACH*--UNHH--THE *BOMB* PULL...THE *FUSE!*

C'MON, YOU GUYS! YOU'RE *SUPER-HEROES*-- *DO* SOMETHING!

TIK-TOK-TIK-TIK

GOTTA BE A *REASON* WHY THE WALL-CRAWLER AIN'T DOWN *ALREADY*, OL' BUDDY.

LIKE...THE WAY THESE *CHAINS* ARE HOLDIN' US UP OFF THE *FLOOR!*

WE CAN'T GET ENOUGH *LEVERAGE* TO BREAK THE WALL *OR* THE CHAINS!

THEN--THIS IS... *IT?*

MEBBE *NOT* FLASH! IF'N I COULD JUST REACH THE *STUD* ON MY *BELT BUCKLE* WE--AWW, WHAT'S THE *USE* O' *TALKIN'?!*

I *CAN'T* REACH IT --*NONE* OF US CAN! IT--IT'S BEEN GOOD *KNOWIN'* YA, FRIENDS

IT SURE IS *INSPIRING* HOW YOU TWO HAVE *GIVEN UP!*

BUT THAT *STEEL BEAM* OVERHEAD HAS GIVEN *ME* AN *IDEA!*

BESIDES, THE *HATE-MONGER* WROTE THE *SCENARIO* FOR THIS CHEAP *CLIFF-HANGER!**

THWIP!

**SEE LAST ISH--ARCH.*

--AND I ALWAYS *SAW* MYSELF AS TOO MUCH OF A JAMES DEAN *REBEL TYPE* TO GO ALONG WITH SOMEBODY ELSE'S *SCRIPT.*

BUT SPIDEY'S FIRST SHOT MISSES THE MARK--

THWIP!

--SO HE VARIES THE FINGER-PRESSURE ON HIS WEB-SHOOTER FOR A SECOND ATTEMPT.

VARIES IT TOO MUCH, FOR HIS WEBBING THIS TIME TAKES ON A STICKY PASTE-LIKE CONSISTENCY--

THWAP

--AND ADHERES TO THE STEEL BEAM!

PRESSED TOO HARD! GOT TO EASE UP ON THE TRIGGER!

BUT ARMS...ACHE ...SO FROM HANG-ING HERE!

BUT THIS TIME THE WEBBING'S CONSIS-TENCY IS CORRECT! DEFLECTING OFF THE BEAM ABOVE--

SPAK

--IT ARCS DOWN-WARDS--

--TOWARDS RAZORBACK!

CLOSE, GOOD BUDDY, --BUT NO CIGAR!

TAIP!

BUT THE WEBBED WONDER--

THWIP!

--HASN'T SURVIVED FOR ALL THESE YEARS--

SPATAK!

--BY GIVING UP!

SPROING

YAHOO!

YA DID IT, LI'L PAL! HIT 'ER DEAD CENTER!

WHREEEEEEEEEEE

TIK-TIK-TIK

BUT WHAT DID I DO, BUFORD? THAT SIGNAL FROM YOUR BUCKLE HASN'T STOPPED THE CLOCK...NOTHING'S HAPPENING!

NO, WAIT! I HEAR SOMETHING--!

KER-RASHH!

DANG *RIGHT* YA *HEARD* SOMETHIN', GOOD BUDDY! IT'S MY RADIO CONTROLLED, CUSTOM *SEMI*, BOY!

BIG PIG HAS COME T'*SAVE* US!

I DON'T *BELIEVE* IT-- IT *DOES COME* WHEN YOU *WHISTLE*! JUST LIKE YOU *SAID* THE FIRST TIME I *SAW* IT,/*

BIG PIG

YA MEAN Y'ALL THOUGHT I WAS *KIDDIN'*?

WHAT *DIFFERENCE* DOES IT MAKE? THE *IMPACT* HAS *FREED* US!

*LAST ISH-- AGAIN ARCHIE.

10-4, FLASH--BUT WE AIN'T OUTTA THE *HOTHOUSE* YET! THERE'S STILL THE *BOMB*--

--WITH LESS'N A *MINUTE* 'TIL IT GOES *OFF*-- BLOWIN' US ALL *SKY HIGH*!

BIG PIG'S OPENIN' HER *DOORS* FOR US! GET *IN* BOYS-- *FAST*!

YOU DON'T HAVE TO TELL US *TWICE*--

--GOOD *BUDDY*!

SLAMMING BIG PIG INTO **REVERSE**, RAZORBACK SENDS THE POWERFUL **RIG** ROARING BACK THROUGH THE WALL OF THE **OUTBUILDING** IN WHICH THE **LEGION** OF **LIGHT** HAD IMPRISONED THEM--

KABWOOM!

--AND WHICH, GIVEN A SECOND **MORE**--

EEEEEEEEEEEE

SKREEEE

BIG PIG

--WOULD HAVE BE-COME THEIR **GRAVE!**

WHEW! RAZORBACK, THIS BABY DOES MORE TRICKS THAN A **CIRCUS ELEPHANT!** NOT THAT I'M **COMPLAINING,** MIND YOU!

YEAH! NOW LET'S **SURPRISE** HATE-MONGER AND COM-PANY WITH THE FACT WE'RE **ALIVE!**

BIG 10-4 TO THAT!

WHERE'D Y'ALL SAY THEM FAN-ATICS WERE HOLDIN' THEIR **SHINDIG,** WALL-CRAWL-ER?

"THE **YONKERS COLISEUM, BUFORD!**"

COUNTY STADIUM

BROTHER POWER! WORD HAS JUST REACHED US OF A **BOMBING** AT YOUR **ESTATE!**

ANY **STATEMENT** FOR THE PRESS?

WE PREACH **LOVE** GENTLEMEN AND LADIES--

--BUT IT WOULD APPEAR THAT THERE ARE **THOSE** WITHIN YOUR **SOCIETY**--

--THAT **FEAR** OUR MESSAGE... AND WISH TO **STOP IT** THROUGH ACTS OF **VIOLENCE!**

ARE YOU NAMING ANY **NAMES,** BROTHER POWER?

NO--BUT WE ARE... **INVESTIGATING!**

AND, IN THE **LIMOUSINE** *FROM WHICH* **BROTHER POWER** *AND* **SISTER SUN** *HAVE JUST EXITED, SEATED* **UNSEEN** *BEHIND* **OPAQUE WINDOWS...**

GOOD! KORBA FIELDED THE **PRESS** JUST AS WE **PLAN-NED!** NOW **THEY** WILL FEEL THE **SUSPENSE,** AND WHEN THE **BOD-IES** ARE FOUND--

THE MEDIA WILL **OUTDO** ITSELF IN REPORTING SPIDER-MAN'S **ATTACK** ON THE **LEGION** OF **LIGHT!**

NOW, A TRULY **MAS-SIVE** AUDIENCE FOR **MY** MES-SAGE OF **LOVE** WILL BE **GUAR-ANTEED** US!

THE **HATE-MONGER** LAUGHS A EERIE **SNARLING** LAUGH THAT CAUSES EVEN HIS ENTRANCED CHAUFFER TO **SHIVER**--THEN THE HOODED FIGURE **ORDERS** THE CAR **INTO** THE COLISEUM WHERE HE WILL **AWAIT** HIS... **MOMENT!**

WHILE...

EVER SINCE THAT DAY IN **VIETNAM** WHEN I SAW THE **MENTOR** DESCEND TO EARTH IN THE FIERY HEART OF A **METEOR**--I KNEW **GREATNESS** WOULD BE **MINE!***

* PPTSS #12--ARCHIE.

NO **LONGER** WOULD I BE **ACHMED KORBA**--A MERE **SMUGGLER!** WITH THE **POWER** OF THE **LIGHT** GIVEN ME BY THE **HATE-MONGER** --THERE IS **NO LIMIT** ON THE HEIGHTS I MAY REACH!

EXCEPT THOSE **HE** SET... BY **LINKING** MY POWER TO **YOU!**

I, TOO, WISH IT HAD NOT **BEEN**, MY HUSBAND, YET, I **OBEY!**

YES, SHA SHAN **OBEYS**--NOT **KORBA** OR THE **HATE-MONGER**--

--BUT THE **LAST WISH** OF HER SAINT-LIKE **FATHER!**

COSMIC **EVIL** HAS COME TO VIETNAM, SHA SHAN--AND ITS **EMISSARY** WILL SOON VISIT **THIS** SACRED PLACE.

FOR REASONS OF HIS **OWN**, THE EVIL ONE FORCES HIS EMISSARY TO **WED** ONE WHO IS **PURITY** AND **LIGHT** PERSONIFIED!

TO PRESERVE THE **HOLY BALANCE**, THAT **ONE**, MY DAUGHTER... MUST BE **YOU!**

KORBA **CAME** AND, SENSING SHA-SHAN'S **GOODNESS**, SAW IN HER THE **FULFILLMENT** OF THE MENTOR'S **COMMAND!**

THE WERE **WED**, THOUGH IT **BROKE** SHA SHAN'S HEART!

PRESERVE THE **BALANCE**, MY DAUGHTER--AND **FEAR** NOT! YOUR TRIAL WILL NOT BE LONGgggg...

FATHER!

HE IS **DEAD**, WOMAN. THE WAR'S **LAST BOMBS** FALL ON THE **SHRINE!**

BUT THE **PAST** RECEDES AS IF BUT A **DREAM**--FOR HER **WAKING NIGHTMARE** IS SO MUCH MORE **REAL!**

ALL APPROACHES **READINESS**, MENTOR!

GOOD! HOW DOES IT **FEEL**, KORBA--STAND ON THE POINT OF **ACHIEVING** THE **POWER** YOU SO CRAVE?

YOU CAN BEST ANSWER **THAT**, HATE-MONGER!

SERVILE *DISCI-PLE*, WHAT A *FOOL* YOU ARE! I AM NOT AS *LIKE* YOU AS YOU CARE TO *THINK*, BROTHER-POWER--

--FOR, WHERE YOU *ASPIRE* TO *POWER*-- TO THE *TRAP-PINGS* OF EVIL--NEVER *FORGET*, ACHMED KORBA--

--THAT I AM *EVIL INCAR-NATE!*

ON THAT NOTE, LET'S SHIFT FORWARD IN TIME...

BIG PIG *OUTDID* HER-SELF, BOYS-- WE'RE *EARLY!* THE *RALLY* AIN'T EVEN *STARTED* YET!

FROM THE *RADIO REPORTS* WE HEARD ON THE WAY *HERE*, THE *EXPLOSION* AT THE LEGION'S ESTATE IS DRAWING *THOUSANDS*-- THE *CURIOUS*, THE *FAITHFUL*... AND THE *MEDIA!*

SURE! THEY *WANT* THIS WHOLE SHEBANG ON COAST-TO-COAST *TELEVISION*--

--SO THEY CAN *ROT* MORE *MINDS* LIKE THEY DONE TO MY *SISTER*-- *BOBBY-SUE.**

BIG PIG

*YEP, LAST ISH--ARCH.

WHOA, BUFORD--*YOU'RE* MAD, *I'M* MAD, WE'RE *ALL* MAD-- BUT WE'RE *ALSO* SUPPOSED TO BE *DEAD*, BIG FELLA--

LET'S NOT LOSE THE ELEMENT OF *SURPRISE* BY JUST CHARGING IN... PARTICULARLY WHEN THE LIVES OF YOUR SISTER, SHA SHAN, AND A LOT OF *OTHER* INNOCENT FOLKS ARE AT STAKE!

AFFIRMATIVE GOOD BUDDY--I CAME EAST TO *LEARN* FROM YOU--

--Y'ALL JUST START *A'TEACHIN'!*

OKAY, THEN! YOU TWO *STASH* THE *TRUCK*--

--AND LEAVE THE *REST* TO ME.

THUS, SOME TIME LATER...

ESS ENTRANCE

THE *CEREMONY* BEGINS AT *SUN-DOWN!* YOUR *CREDENTIALS* ARE IN *ORDER* --*PASS!*

PARKER, DAILY BUGLE! WHEN DOES THE *SHOW* START?

UH, SURE --*THANKS!*

WELL, THAT WAS A *SNAP* --BUT GETTING *BUFORD* AND *FLASH* IN WON'T BE SO *EASY,* UNLESS...

THIS WAY, GENTLEMEN!

HEY, BUB-- DIDN'T I SEE YOU IN A *KARLOFF FILM* ONCE?

RAMP B

HMMM!

PERFORMANCE ENTRANCE LOWER LEVEL

I AM A *PRIEST* OF THE *LIGHT,* SIR! PLEASE *REMEMBER*...WAIT,! IS NOT *ONE* OF YOUR NUMBER *MISSING?*

WHO COULD *TELL,* BALDY? YOU *KNOW* WHAT THEY SAY ABOUT US *REPORTERS:* SEEN *ONE,* YA SEEN 'EM *ALL!*

YES, I CAN READILY *BELIEVE* THAT! VERY WELL--LET US *CONTINUE!*

BUT ONE OF THE HUNGRY NEWS PACK IS INDEED MISSING!

SO FAR, SO *GOOD!* NO ONE'S *SPOTTED ME*--

--YET! BUT THERE ARE TWO *BOZOS* JUST AHEAD--

--STANDING *GUARD* OVER THE VERY *DOOR* I'M LOOKING FOR! BUT THAT'S EASILY *REMEDIED!*

:UKKK!:

:GKK!:

INTERESTING SOUND EFFECTS, GENTS--BUT THIS ISN'T AMATEUR HOUR! WHY DON'T YOU SLEEP ON IT AND DREAM UP SOME BIRDCALLS?

IT'LL SAVE YOU WONDERING WHAT HIT YOU WHEN YOU WAKE UP!

WAM!

:UNNN!:

:NNHH!:

AND, AFTER PETER HAS CHANGED AGAIN TO SPIDER-MAN...

PRETTY GOOD, WEB-SLINGER! HOW'D YA DO IT?

TRADE SECRET, BUFORD!

NO EXIT UNLESS AUTHORIZED

SPIDEY--IT'S ALMOST SUNDOWN! ISN'T THAT WHEN THE RALLY IS SUPPOSED TO TO--

"--START?"

A THUNDEROUS ROAR FROM THE STADIUM ABOVE, WELLING FROM THE THROATS OF AN OVERWHELMING MASS OF ASSEMBLED HUMANITY, PROVIDES FLASH WITH HIS ANSWER!

THE CADENCE INCREASES, THE THUNDER GROWS LOUDER! SOON THEY WILL BE READY--

--FERTILE MINDLESS GROUND IN WHICH TO PLANT THE HATE-MONGER'S MESSAGE OF..."LOVE!"

LET THE LIGHT SHINE

LIGHT!

THE LIGHT IS LOVE!

THE LIGHT IS LOVE BROTHERS AND SISTERS! LOVE IS THE LIGHT!

CLEANSE YOUR HEARTS, DISCIPLES --FOR TONIGHT...THE MENTOR COMES!

Drink ...ANTLO

GOODWIN LIFE INSURANCE YOU'LL NEED IT!

M.M.M.S.

LIGHT... LOVE!

GIVE US THE LIGHT!

THE OUTPOURING OF "LOVE" REVERBRATES EVEN DEEP IN THE BASEMENT RECESSES OF THE COLISEUM, WHERE...

UH, BUFORD, I DON'T WANT TO DISILLUSION YOU, BUT SOMETIMES EVEN US SUPER-HEROES BITE OFF MORE THAN WE CAN CHEW!

THERE'S A WHOLE PASSEL OF 'EM UP THERE, THAT'S FOR SURE!

BUT I GOT ME A SISTER TO RESCUE--AN' BESIDES, JUDGIN' FROM THEM SHADOWS, IT LOOKS LIKE TROUBLE JUST FOUND US!

THEN JUST REMEMBER WHAT I TOLD YOU, TRUCK-JOCKEY--WE'RE FACING MORE THAN A NUT GROUP NOW!

WE'RE UP AGAINST A GUY WHO ALMOST TOTALED THE FANTASTIC FOUR!

A GUY BY THE NAME OF...THE HATE-MONGER!

SPIDER-MAN AND HIS COMPANIONS --ALIVE!

YEAH,--AN' NO THANKS TO YOU, YA HOODED COYOTE!

IF YOU'RE IN CHARGE OF THIS OUTFIT --THEN IT'S YOUR TAIL I BEEN WAITIN' TO STOMP!

WELL I ONCE TOOK ON DOC DOOM FOR SPIDEY! * THIS GUY CAN'T BE ANY WORSE!

* AMAZING SPIDER-MAN #5--ARCH.

BUT, AT THAT MOMENT...

UH, OH! MORE OF THE MONGER'S MINIONS COMING AT US FROM BEHIND, PLAYMATES!

KILL-- IN THE NAME OF LOVE!

KEE-RIPES!

GO, WALL-CRAWLER! THE HATE-MONGER IS THE BIG WHEEL O' THIS DEAL! GET HIM WHILE ME AN' FLASH HOLD THE REAR!

YOU'LL MAKE THE BIG LEAGUES YET, BUFORD--

WOK!

--IF I CAN DO MY PART BEFORE WE ALL GET CREAMED, THAT IS!

HEY, COME DOWN! WHY DON'T YOU GIVE UP NOW--

--AND SAVE ME THE WORK-OUT?

HK

ZAK!

SOMEHOW, I THOUGHT THAT'S WHAT YOUR ANSWER MIGHT BE --BUT YOU CAN'T BLAME A GUY FOR TRYING!

STILL--ALL GOOD THINGS MUST COME TO AN END--YOURS, I'M AFRAID!

THIP!

THWIP

NOW DON'T WRIGGLE! THE MORE YOU STRUGGLE, THE TIGHTER IT'LL GE--

FOOL!

SKAP

H-HUH? BUT MY WEBBING HELD THE HULK LONGER THAN THAT...!

AND WHERE THE HULK COULD NOT BEST ME, INSECT--NEITHER SHALL YOU!*

HAH! SO STUNNED WAS HE THAT MY MIND-BLAST CAUGHT HIM OFF GUARD!

YOU ARE NOW MINE, SPIDER-MAN --TO DO WITH AS I PLEASE!

AND IT IS MY PLEASURE THAT YOU BE THE INSTRUMENT OF YOUR COMPANION'S DESTRUCTION!

MUST... KILL... RAZOR-BACK!

H-HEY, GOOD BUDDY! I SURE HOPE YOU'RE FOOLIN'--

*WHAT, YOU SAY, THE HULK NEVER FOUGHT THE HATE-MONGER? WELL, PILGRIMS, YOU'VE JUST BEEN GIVEN A MIGHTY MARVEL CLUE!

--BUT I WOULDN'T BE SO MUCH OF A *STUDENT* AT THIS HERE *SUPER-HEROIN' GAME* IF I WAS *FOOL* ENOUGH TO TAKE A *CHANCE!*

SORRY, GOOD BUDDY--BUT THAT *CHECKS* IT! IF YOU WAS DOIN' YOUR *OWN* THINKIN'--

--YOU WOULDA *REMEMBERED* RAZORBACK'S *ELECTRIFIED MANE!*

AMUSING, LUMMOX --BUT I HAVE NO *TIME* FOR AMUSEMENT! IT IS YOUR *DEATHS* THAT I DESIRE--

M-MUST... KILL... *SPIDER-MAN!*

--AND IT IS YOUR DEATHS THAT I SHALL *HAVE,* WITHOUT FURTHER *ADO!*

RAZORBACK ...MUST... *DIE!* HATE-MONGER... *COMMANDS!*

A TWIN MIND-BLAST LASHES OUT FROM THE HATE-MONGER'S BROW--

--AND, LIKE *RELUCTANT PUPPETS* ON A *SINISTER STRING* THE TWO *FRIENDS* AND *COMRADES-AT-ARMS*--

--*HURL* THEMSELVES AT EACH-OTHER'S *THROATS,* EACH CONTROLLED BY ONE OVERRIDING *THOUGHT:* THAT IT IS THE HATE-MONGER'S *WISH* THAT THE OTHER *DIE!*

MEANWHILE, **UNAWARE** OF THE TERRIFYING TURN IN EVENTS, **FLASH** HAS TAKEN ADVANTAGE OF THE BATTLE'S **INITIAL CONFUSION** TO PROCEED WITH PREVIOUSLY ARRANGED **PLANS**...

SPIDEY AND **RAZORBACK** INSISTED ON HANDLING THE **ROUGH STUFF** ...AND THAT'S CERTAINLY A SUPER-HERO **SPECIALTY!**

BESIDES, **SOMEONE'S** GOT TO LOCATE SHA SHAN AND BOBBY SUE... AND GET THEM **CLEAR** BEFORE THINGS **REALLY** BUST LOOSE!

TO HELP ME **ACCOMPLISH** THAT ...THIS **EARLY CASUALTY** IS GOING TO DONATE HIS **ROBE** TO MY CAUSE!

SOME MOMENTS LATER...

CRIPES! THERE MUST BE A **JILLION** PEOPLE HERE!.. AND **ALL** OF 'EM EATING UP THE "LOVE AND LIGHT" ROUTINE!

BUT ALL THE ROBED **INNER-CIRCLE** FOLKS--

--SEEM TO BE DOWN AROUND THE **STAGE!** RAZOR-BACK'S SISTER WILL BE **WITH** THEM.

LET THE LIGHT SHINE!

AND SHA SHAN IS EVEN **EASIER** TO LOCATE...

LET **LOVE** AND THE **LIGHT** FILL YOUR BEING!

PREPARE YOURSELF FOR THE **COMING** OF THE MENTOR!

I **KNOW** SHE MADE A **VOW** TO HER FATHER... BUT HOW CAN SHE **STOMACH** THIS **SISTER SUN** SCHTICK KNOWING IT'S FOR THE **HATE-MONGER?!**

AND THERE'S NO WAY I CAN **SEPARATE** HER FROM **BROTHER POWER**... THE LEGION OF LIGHT **GOON SQUAD** WOULD BE ALL OVER ME!.

HAVE TO WAIT UNTIL THE **SPIEL** IS ENDED AND--**HEY!** HERES **BOBBY-SUE!**

ALL GLASSY-EYED AND **SPACED OUT**...

THE LEGION'S **REALLY** GOT THEIR HOOKS BURIED **DEEP...!**

BUT **THIS** TIME THAT MAY JUST WORK **AGAINST** THEM

COME BOBBY-SUE... THE **MENTOR** WANTS YOU.

I...WILL COME... WITH YOU.

SWELL! I *THOUGHT* YOU MIGHT REACT THAT WAY. *NOW*, LETS--

HALT! THE STAIRS LEADING BELOW THE STAGE ARE *RESTRICTED!*

TO THOSE ON THE *MENTOR'S* BUSINESS?

THE MENTOR...? *PASS ON!*

JUST AS I *FIGURED!* THE HATE-MONGER'S WHIPPED THEM INTO *TOTAL SUBSERVIENCE!* *EVOKE* HIS AUTHORITY AND THEY AUTO-MATICALLY *JUMP!*

BY THE TIME THAT GUY *QUESTIONS* THIS, THE *WORST* SHOULD BE OVER!

THAT *NOISE* AHEAD! IT *SOUNDS* LIKE--

WITH THE STADIUM'S UNDERGROUND ACCESS HALLS...

*...THE RAGING **BATTLE** HAS MOVED!*

DON'T... *WANT...* T' HURT..YA ...SPIDEY!

--BUT I-- I CAN'T... *STOP* MYSELF!

WATROOM

I--I... *KNOW...* BUFORD! HIS *HATE'S* CONSUMING US... *FORCING* US TO DO IT!

--BUT HE'S... LEFT OUR *MINDS* ...FREE ENOUGH ...SO WE... *KNOW* WHAT WE'RE... *DOING!*

THIP!

THIP!

I'M *SORRY*, RAZOR-BACK! I'M *TRYING* TO FIGHT IT-- B-BUT--

STOP *TOYING* WITH HIM, SPIDER-MAN--OR I WILL REDUCE *YOUR MIND* TO SCREAM-ING *ASHES!*

KAWOM!

MUST... DO... AS ...HATE-MONGER COMMANDS--

--EVEN... THOUGH... IT'S HIS SLIMY NECK ...I WANT TO... WRING!

TOOM!

U-UNNHH!

DESPITE THE OAF'S SIZE, I DETECT THAT YOU, WALL-CRAWLER--

--ARE THE STRONGER OF THE TWO!

THUS I GRANT YOU THE HONOR OF DESTROYING RAZOR-BACK--

H-HUH? BOBBY-SUE --YOU STAY HERE!

LOW DE

--MERE SECONDS BEFORE THE HATE-MONGER DESTROYS YOU!

STAM!

B-BUFORD, I-I'M SORRY!

HOLY CRUD! THE HATE-MONGER'S DOING SOME-THING TO SPIDEY--MAKING HIM KILL RAZORBACK!

NO, YOU LOUSY INHUMAN ANIMAL! NO!

BY THE CREATOR! WHAT MANNER OF FOOL WOULD DARE--?!

THE NAME'S FLASH THOMPSON SLUG;--AND YOU'RE HURTING MY FRIENDS,!

THE PRESSURE OF HIS HATE...! IT'S STOPPED ...WHAT...?

HEY, WHA--?

ANIMAL I AM, AND INHUMAN AS WELL--AND ASIDE FROM MOMENTARILY DISTRACTING ME, YOUR PITIFUL HEROICS HAVE GAINED YOU NOTHING--

--BUT DEATH!

MY--MY GAWD, WALL-CRAWLER! FLASH PULLED OFF HIS MASK, BUT--

--WHAT IN HEAVEN'S NAME IS HE?

LORD, HELP ME, BUFORD-- I DON'T KNOW!

U-UNNHH!

WAR-

-RRAK!

THERE IS **NO WAY** YOU COULD KNOW OF ME, FOOL! I AM **BEYOND** YOUR KNOWLEDGE AND UNDERSTANDING! I AM YOUR **PRIMORDIAL FEAR** SPRUNG VIOLENTLY INTO **LIFE!**

I AM **EVIL!**

ON YOUR **KNEES,** HUMANS -- WHERE SOON THE REST OF YOUR **RACE** WILL BE -- AND **PREPARE** YOURSELVES FOR **DEATH** AT THE RENDING CLAWS OF... **THE MAN-BEAST!**

I-I THINK HE MEANS TODAY IT'S **US,** TOMORROW ...THE **WORLD!**

S-SPIDEY-- Y'ALL EVER **HEARD** O' THIS HERE **MANBEAST?**

UNH-**UH,** BUFORD -- BUT **SOMEHOW** I DON'T THINK THAT'S GONNA **MATTER!**

NEXT ISSUE **THE FINAL RAGE!**

THE SPECTACULAR SPIDERMAN ®

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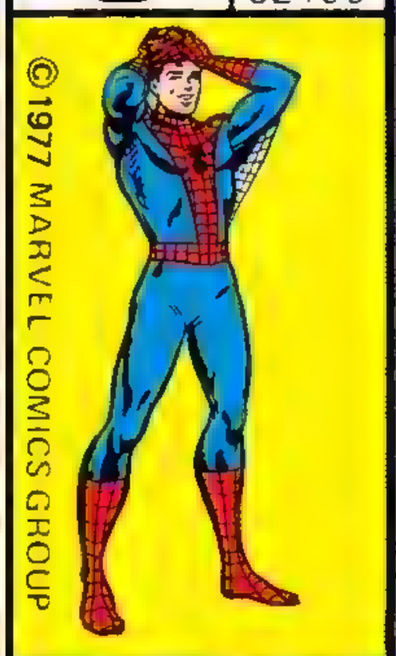

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

ALL-OUT THRILLS! SPIDEY, FLASH AND RAZORBACK TRAPPED BY THE MAN-BEAST AND HIS--

FINAL RAGE!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!

BILL MANTLO SCRIPT | SAL BUSCEMA & ERNIE CHAN ARTISTS | JOE ROSEN LETTERS SAM KATO COLORS | ARCHIE GOODWIN EDITOR/PLOT

THE FINAL RAGE!

MOMENTS AGO,* SPIDER-MAN, RAZORBACK, AND FLASH THOMPSON THOUGHT THEY FACED A MORE-OR-LESS **MORTAL** FOE WHO WORE THE MASK OF THE **HATE-MONGER**. NOW, THAT MASK HAS BEEN **TORN AWAY**. AND SUDDENLY, IN THIS SUB-CORRIDOR OF YONKERS STADIUM, OUR HEROES FEEL--

FOOLS! HOW **DARE** YOU ATTEMPT TO **CHALLENGE** ME?!

--THE UNHUMAN **HATE FORCE** OF THE BEING CALLED-- **MAN-BEAST!**

FOR I AM MANKIND'S **PRIMORDIAL FEAR** COME TO **LIFE!**

I AM **EVIL INCARNATE!**

UNGHH

*OR **LAST ISSUE** NON-MARVEL TIME --ACCOUNTABLE ARCHIE.

IT HITS LIKE A **RIP TIDE**... DRIVES THEM BEFORE IT LIKE A **TIDAL WAVE!**

WE'RE HEADED FOR... A **WALL!**

RAZORBACK'S COSTUME HAS **PADDING**... HE CAN **TAKE** THE IMPACT! BUT **FLASH** HAS **HAD** IT...! UNLESS--

--I PULL HIM IN **FRONT** OF ME...! **SHIELD** HIS BODY WITH **MINE!**

AGHH! WE'RE HITTING SO **HARD!** WAS IT **ENOUGH** TO **SAVE** HIM?!

I LET FLASH COME TO HELP **RESCUE** HIS GIRL, **SHA SHAN**...! **I CAN'T LET HIM DIE!**

LORDY, WALL-CRAWLER! I-I AIN'T **NEVER** FELT ANYTHING--

--L-LIKE **THIIIIISSSS!!**

BLAMBOOM!

B-BUFORD... FLASH...! BOTH **OUT**... OR **WORSE!** NOW THE **MAN-BEAST** IS... COMING FOR **ME**--

--AND I **H-HURT** TOO MUCH TO **MOVE!**

INCREDIBLE! SPIDER-MAN STILL **LIVES!**

HE AND HIS FRIENDS SURVIVE BECAUSE I HAVE **PLANS** FOR THEM.

THEY ARE GOING TO PLAY A **MAJOR ROLE** IN THE LEGION OF LIGHT RALLY MY SERVANT **BROTHER POWER** IS CONDUCTING IN THE STADIUM **ABOVE** US!

YOU ESCAPED MY FIRST ATTEMPT TO PROFIT FROM YOUR DEATH--*

-- ONLY TO ABSURDLY FLING AWAY THAT CHANCE AT LIFE BY STRIKING AGAINST ME ANEW!

AS YOU SHALL SEE WHEN I REVEAL THE FULL MAGNITUDE OF WHO-- AND WHAT-- YOU DARE OPPOSE!

C-COULDN'T I JUST READ THE CONDENSED VERSION IN READERS DIGEST?

*LAST ISH-- ARCHIE G.

DOOMED HUMAN FOOL! YOUR RACE HAS EVER SOUGHT TO DEFLECT THE HORROR OF THAT WHICH IS BEYOND ITS UNDERSTANDING--

-- BY ATTEMPTING TO SHIELD ITSELF BEHIND THAT WHICH YOU CALL... HUMOR!

"AND IN THAT YOU VARY LITTLE FROM THE INHABITANTS OF A WORLD WHICH PARALLELS THE ORBIT OF YOUR OWN-- THOUGH HIDDEN FROM YOU BY A BARRIER OF TIME--ON THE FAR SIDE OF THE SUN!

"A WORLD CREATED BY ONE WHO WAS LIKE UNTO A GOD-- THE HIGH EVOLUTIONARY!

"AND HE CALLED HIS CREATION... COUNTER-EARTH!*

*SEE MARVEL PREMIERE #1-- ARCH AGAIN.

"HE SOUGHT TO CREATE A PARADISE ON THIS NEW WORLD, BUT-- AS HE SLEPT-- EVIL APPEARED IN THE FORM OF... MYSELF!

"HORRIFIED, THE HIGH EVOLUTIONARY WISHED TO DESTROY HIS FLAWED CREATION, BUT A SAVIOR--ONE ADAM WARLOCK-- CHOSE TO CHALLENGE ME!

*HULK #178-- STILL ARCH.

"MANY WERE THE BATTLES BETWIXT THE MORE-THAN-MAN AND THE MAN-BEAST! BUT THE FINAL VICTORY--OR SO HE THOUGHT-- WENT TO THE ACCURSED WARLOCK!*

"HE TURNED ME BACK INTO THE ANIMAL FORM FROM WHICH THE HIGH EVOLUTIONARY HAD LONG AGO FREED ME!

"INSTEAD OF KILLING ME, THE MORALISTIC SCUM LEFT THE TASK TO OTHERS!

"WITHOUT THE SUPERIOR FORM GIVEN ME THROUGH GENETIC ACCELERATION, MY POWERS LAY DORMANT! I WAS BUT AN ANIMAL-- HUNTED THROUGH THE WORLD OF MEN!

"BUT I COULD NOT COMPLETELY FORGET WHAT I HAD BEEN--AND THE MEMORIES MADE MY ANIMAL EXISTENCE A LIVING HELL, UNTIL...

I-- I CHANGE AGAIN...!

ONCE MORE I AM THE MAN-BEAST... THE ULTIMATE PREDATOR!

"FOR WARLOCK HAD GONE FROM COUNTER-EARTH-- GONE SO LONG...AND SO FAR THAT HIS POWER NO LONGER BOUND ME!

"BUT, DESPITE HIS DEPARTURE, WARLOCK HAD LEFT A WORLD ON ITS *GUARD* AGAINST A FUTURE RESURGENCE OF *EVIL!*

"I KNEW THAT, FOR A TIME, I MUST FIND *OTHER WORLDS* TO CONQUER! AND SO, I USED MY ABILITY TO ASSUME *HUMAN GUISE*, WORKING TOWARD A *GOAL*...

THIS WILL BE A *HISTORIC* FLIGHT, COMMANDER!

"*INDEED* IT WAS...

"THE UNWITTING FOOLS HAD LAUNCHED THEIR *GREATEST FOE*--FOR I WAS THAT *ASTRONAUT*-- TO *FREEDOM!*

FOR MONTHS-- 'DISGUISED'--I HAVE LABORED TO *ALTER* THE SHIP'S CONTROLS TO PIERCE THE *TIME-LAG BARRIER* THAT SEPARATES COUNTER-EARTH--

--FROM THE *ORIGINAL EARTH!* AT LAST, I AM *FREE* TO WREAK MY *EVIL*--

"--ON THE VERY WORLD OF THE *HIGH EVOLUTIONARY'S BIRTH!*

"I USED WESTERN *VIETNAM* AS MY LANDING SITE, REASONING THAT THE *STRIFE* WOULD *HIDE* MY ARRIVAL...

"AND SO IT *DID*...

"...EXCEPT FOR ONE POWER-LUSTING SMUGGLER... *ACHMED KORBA!*

"EASILY, *WILLINGLY*, HE FELL IN WITH MY PLANS AND DESIRES, ENABLING ME TO *USE* HIM...

"...AS *BROTHER POWER*, WHO WOULD USE THE PSEUDO-RELIGIOUS *LEGION OF LIGHT* TO *PREPARE* THE WORLD FOR MY *COMING!*

"AND, WEDDED TO *SHA SHAN*-- *SISTER SUN*-- HIS POWER DEPENDENT ON HER DISGUSTING *PURITY*-- HE COULD NEVER GROW *STRONG* ENOUGH TO *DEFY* ME!!*

*PPTSS #14--ARCH.

IT *AMUSED* ME TO SECRETLY WEAR THE MANTLE OF THE *HATE-MONGER* WHILE BROTHER POWER WON *CONVERTS* FOR ME IN THE NAME OF *LOVE!*

BUT THE TIME FOR GAMES AND AMUSEMENTS IS *OVER*... JUST AS YOUR *LIFE* SO NEARLY IS, SPIDER-MAN!

=UNHH= STRENGTH'S *RETURNING*... BUT NOT *FAST* ENOUGH!

I SAID YOU WOULD PLAY A MAJOR ROLE IN TODAY'S EVENTS...IT BEGINS NOW, ARACHNID!

THE TRUSTING FOOLS AT THE RALLY ABOVE ARE REACHING FEVER-PITCH AS KORBA SPURS THEM ON! FOR THEIR LOVE TO TWIST TO HATRED...ONLY A FOCUS IS REQUIRED!

STRAK!!

YOU WILL PROVIDE THAT FOCUS, HUMAN--FOR THE CEILING SUPPORTS PART OF THE FIELD THE CROWD STANDS UPON!

WHEN IT COLLAPSES--KILLING HUNDREDS OF YOUR FELLOW-HUMANS--AND THEY FIND YOUR CRUSHED BODY IN THE RUBBLE BELOW--

--YOU WILL BE BLAMED AND HATRED WILL CONSUME THEM, AND THEY SHALL READILY SUCCUMB TO MY WILL!

YOUR MASK, GREAT MENTOR?

NO! ONLY YOU OF MY LOYAL INNER CIRCLE HAVE SEEN MY FACE...THAT MUST NOW CHANGE!

BUT, IN HIS EXTREME OVERCONFIDENCE, THE MAN-BEAST HAS MADE ONE FATAL MISTAKE!

NEVER TURN YOUR BACK ON A SPIDER-MAN!

KKRRR

C-CEILING'S GIVING WAY WHERE HE BLASTED IT! AND THE FALLING RUBBLE IS SEALING US IN!

ADRENALIN'S PUMPING...MY POWER'S COMING BACK! I COULD GET FLASH AND RAZORBACK OUT--

--BUT THAT DOESN'T LEAVE TIME TO SAVE THE INNOCENT BYSTANDERS WHO'LL BE KILLED WHEN THE STADIUM FLOOR COLLAPSES!

GOT TO BRACE MYSELF AGAINST THE MAIN SUPPORT BEAM! HOLD IT UP AS LONG AS I CAN--

"--AND HOPE THE CROWD ABOVE GETS AWAY FROM THE DANGER AREA BEFORE MY SPIDER-STRENGTH GIVES WAY--AND THE WHOLE THING DROPS!"

L-LORD! WHAT--WHAT'S HAPPENING?!

EARTH-QUAKE! IT'S GOTTA BE!

BROTHER POWER! DO SOMETHING!

SAVE US!

FAT CHANCE--

--WHEN ACHMED KORBA'S VERY MISSION IS TO FUEL THE FLAMES OF PANIC AS MUCH AS POSSIBLE!

DO YOU SEE? THE ENEMIES OF LOVE SEEK TO DESTROY OUR MOVEMENT! THEY SEEK DEATH--WHERE WE OFFER LIFE!

ACHMED, THEY NEED GUIDANCE--NOT PREACHING--OR THEY WILL NEVER REACH SAFETY!

SLOWLY, BROTHERS AND SISTERS! EVACUATE THE AREA! DO NOT PANIC!

AND, IN THE CHAMBERS BELOW THE YONKERS COLISEUM--SEATED BEFORE A HUGE SUN BURST THE EXACT DUPLICATE OF THE ONE WHICH ADORNS THE STAGE ABOVE...

GOOD, GOOD! KORBA WHIPS THEM INTO A FRENZY AS SHA SHAN FUTILELY TRIES TO REASSURE THEM! THE CROWD--CONFUSED--WILL NOT KNOW WHICH WAY TO TURN!

HUNDREDS WILL PERISH, AND THE HATRED AT SUCH SENSELESS CARNAGE--

--WILL BE CHANNELED THROUGH MY AMPLIFIERS, TRANSMITTED THROUGH THE SUN BURST ABOVE, BEAMED THROUGH THE TELEVISION CAMERAS FOCUSED ON THE EMBLEM--

"--TO MILLIONS WATCHING--RECEIVING MY MESSAGE OF HATE--THROUGHOUT THE ENTIRE WORLD!

"THUS DAWNS THE DAY OF THE MAN-BEAST!"

BUT, UNKNOWN TO THE MAN-BEAST, THERE'S A SPIDER IN THE OINTMENT!

S-SLIPPING!

I-I'VE CAUGHT THE SUPPORT BEAM, BUT--HOW LONG CAN I HOLD IT? DESPITE...SPIDER POWER...MY FEET ARE STARTING TO SLIDE! THE WEIGHT ABOVE IS TOO...GREAT!

I--I NEED TO BE BRACED AGAINST SOMETHING!

RAZORBACK, SNAP OUT OF IT! YOU WANTED TO BE A SUPER-HERO--THIS IS YOUR CHANCE!

I--I NEED YOUR HELP, FELLA--OR WE'RE FINISHED!

BUFORD!

MEANWHILE...

EVERYTHING IS *CAVING* IN-- THIS WHOLE *SECTION* OF FIELD!

THIS IS NO *ACCIDENT*, MY FOLLOWERS! SEEK OUT THOSE WHO WOULD *DESTROY* US, BROTHERS--

--AND DESTROY *THEM* FIRST!

ACHMED, BY ALL THAT'S *HOLY*-- STOP *STAMPEDING* THEM FURTHER!

SHA SHAN SEEKS TO STEM THE MOUNTING *HYSTERIA!* SHE WOULD FIND IT *EASIER* TO HOLD TOGETHER A *BURSTING DAM!*

FOR, ONCE THE *WHEEL* OF *HATE* IS SET IN MOTION-- NO FORCE ON *EARTH* CAN HOPE TO *STOP* IT!

TODAY THE EARTH-- TOMORROW... *COUNTER-EARTH* WILL FALL TO THE *MAN-BEAST!*

AND THE ONE INDIVIDUAL WHO MIGHT CHALLENGE THAT--

--ALREADY HAS HIS HANDS FULL, EVEN THOUGH HELP HAS ARRIVED!

I--I COULDN'T HAVE HELD IT *ALONE* MUCH *LONGER!*

YA SHOULDN'T HAVE *HAD* TO, GOOD BUDDY! IT WAS DOWNRIGHT *UNSPORTSMANLIKE* OF ME T'GO AN' *DOZE OFF--*

--LEAVIN' *YOU* TO SHOULDER THE WHOLE *SHEBANG!*

BUT BUFORD'S REASSURANCE MASKS REAL CONCERN, FOR ADDING HIS STRENGTH TO SPIDEY'S CAN ONLY DELAY THE INEVITABLE!

AND, AT THE RATE SPIDEY'S SLIPPING, IT'S ONLY A MATTER OF SECONDS BEFORE...

WHU...

THROOM!

WHAT-- WHAT WENT *WRONG?!* THE SECTION OF FIELD COLLAPSED TOO *SLOWLY*... THESE CATTLE-LIKE FOOLS GOT *CLEAR!*

THANK THE *LIGHT*-- NO ONE HAS BEEN *HURT!*

SHA SHAN-- YOU ARE A *FOOL!*

AND BELOW...

WE *DID IT!* WE HELD OUT JUST LONG *ENOUGH...!* AND THE *BEAM'S* KEPT THE RUBBLE FROM BURYING *US!*

SPIDEY, THAT THING WEIGHS *TONS...!* HOW MUCH LONGER CAN YOU *HOLD* IT?!

NOT *MUCH*, MR. THOMPSON! BUT I CAN HURL IT TO THE *SIDE* NOW AND WE'LL SOON BE *FREE* AND *CLEAR*--

WHRUMP!

LOOK! *THEY* MUST BE THE ONES BROTHER POWER SAID WERE TRYING TO *KILL* US!

GET THEM! KILL *THEM* FIRST!

WE'LL TEACH THEM A *LESSON* THEY'LL *NEVER* FORGET!

HOO-BOY! THE FUN JUST *NEVER* LETS UP, DOES IT?

DRAG THE WOULD-BE ASSASSINS FORTH, BROTHERS!

LET THEM BE PUT BEFORE THE MENTOR... FOR JUDGEMENT!

IS THIS THE MOMENT WHEREOF MY SAINTED FATHER SPOKE-- WHEN MY LIGHT WOULD BE PITTED AGAINST THE POWERS OF DARKNESS?* THEN MAY THE LIGHT GRANT ME STRENGTH--

--FOR I AM-- AFRAID!

*PPTSS #12-- ARCHIE.

THE HELMET YOU WEAR PUTS ME IN TOUCH WITH YOUR THOUGHTS, SHA-SHAN--

--AND WELL SHOULD YOU FEAR!

I SENSED YOUR DISGUSTING GOODNESS FROM THE FIRST-- WHICH IS WHY I SHACKLED THE TOO-AMBITIOUS KORBA TO YOU! THUS HAVE YOUR POWERS CANCELLED EACH OTHER OUT!

I HAVE LONG ANTICIPATED AND PREPARED FOR YOUR RESISTANCE, WOMAN--THE OFFENSIVE IS MINE... WHILE YOU CAN ONLY REACT!

BUT DESTINY HAS A STRANGE SENSE OF THE DRAMATIC, IN WHICH EVEN THE MOST INSIGNIFICANT OF PLAYERS--SUCH AS RAZORBACK'S SISTER, BOBBY SUE HOLLIS--

--CAN MOVE TO STAGE CENTER!

THE... MENTOR... HAS... SUMMONED... ME!

I... MUST... GO... TO... HIM!

MEANWHILE, BACK AT THE PIT...

WALL-CRAWLER, YOU CAN SMASH OUT OF HERE... BUT NOT WITH THEM FANATICS ON YOUR BACK! HIGHTAIL IT WITH FLASH!

NO, BUFORD! I CAN'T LET YOU TAKE ON THAT BLOOD-THIRSTY MOB ALONE!

THAT GOES FOR ME, TOO, RAZORBACK!

LOOK-- IF YOU DON'T STOP THE MAN-BEAST, ME GOIN' 10-7 AIN'T GONNA MATTER ANYHOW!

GIT, WEBHEAD! HOLDIN' THE REAR SEEMS T'BE MY SPECIALTY THESE DAYS!

ALL RIGHT, BIG FELLA-- BUT WE'LL BE *BACK* FOR YOU AS SOON AS THE *MAN-BEAST* IS TAKEN *CARE* OF! WE'LL BE *BACK*, BUFORD!

THAT I *SWEAR!*

WHRAK!

SURE! I KNOW Y'ALL WOULDN'T LET ME JUST UP AN' *DIE!* I *TRUST* YA, WEBHEAD-- IT'S JUST THAT *MAN-BEAST DUDE* I'M UNCERTAIN ABOUT!

COME *ON*, YA *YAHOOS!* WHAT'LL IT *BE? FISTS--*

--OR MY *ELECTRIFIED MANE?!*

BUT, OVERWHELMED BY *NUMBERS*, RAZORBACK'S *LAST STAND* ENDS AS COULD HAVE BEEN *PREDICTED!*

DRAG THE *LUMMOX* NEAR THE *ALTAR*, BROTHERS!

WATCH WHO YOU'RE CALLIN' *NAMES*, CHROME-DOME!

SILENCE, SWINISH ONE! YOU STAND REVEALED AS AN *ENEMY* OF THE *LIGHT*-- A *DESTROYER* OF *LOVE!*

YEAH? AN' WHAT'RE *YOU?* SOME KINDA WALKIN' *HOOD ORNAMENT?*

YOU *PIG...!*

DO NOT STOOP TO *HIS* LEVEL, BROTHERS! THE *MENTOR* WILL MAKE AN *EXAMPLE* OF THIS ONE!

AND, TAKING THAT AS HIS *CUE*, THE MAN-BEAST *GROWLS...*

NO ONE *DIED* IN THE STADIUM'S *COLLAPSE!* THE *INTENSITY* OF EMOTION FOR WHICH I HAD *HOPED* HAS NOT COME TO *PASS!*

STILL, KORBA HAS *PRIMED* THE HUMAN FOOLS FOR MY *COMING!*

I WILL *DISAPPOINT* THEM *NO LONGER!*

WHAT HAPPENS NEXT WILL BE DESCRIBED A MILLION DIFFERENT WAYS BY A MILLION DIFFERENT PEOPLE! THE CROWD IN THE STADIUM--THE VAST TELEVISION AUDIENCE--

--ALL WILL REPORT A REAWAKENING OF THEIR DARKEST NIGHTMARES, OF FEELING SOILED, ASHAMED--AND OF SENSING AN ODOR NOT UNLIKE...BRIMSTONE!

M-MY GOD...!

YES! THE MENTOR! HE COMES!

THE MAN-BEAST! BUT...WHAT HAPPENED TO SPIDEY??

NO! NO!

AND, IN THE DAYS THAT FOLLOW, MANY WILL WONDER IF THEY WILL EVER FEEL CLEAN AGAIN!

FOR IN EVERY MIND THEN THERE PULSATES THE MESSAGE OF THE MAN-BEAST!

HATE... KILL ALL WHO DO NOT BELIEVE!

YES! KILL THEM!

WHAT--WHAT ARE YOU SAYING?

FEED ON MY HATE, YOU MINDLESS CATTLE! CRUSH ALL WHO REJECT MY FAITH!

THIS ISN'T THE WAY OF LOVE--OF LIGHT!

WHO CARES?!

LEGGO O' ME, YA BOZOS!

WE'VE GOT TO CRUSH ALL WHO WOULD DE-STROY THE MENTOR AND US!

NOT EVERY MIND IN THE ASSEMBLED MULTITUDE ACCEPTS THE MAN-BEAST'S MESSAGE, THOUGH THERE ARE ENOUGH-- ENOUGH SURELY TO CARRY THE DAY!

WHILE, IN THE MAZE OF CORRIDORS BENEATH THE COLISEUM...

HEADS UP, FLASH! MORE OF THE MAN-BEAST'S MOONY-EYED MINIONS! WE MUST BE GETTING CLOSE TO FUR-FACE HIMSELF!

YOU... WILL...GO... NO... FURTHER... INTRUDERS!

WANNA *BET*, BELA LUGOSI?

FWAP!

TKRAK!

WHOMP!

AND, AFTER ALL HE'S BEEN SUBJECTED TO THESE PAST FEW DAYS, THOSE SOUNDS ARE MUSIC TO SPIDEY'S EARS!

BUT A SKIRMISH ISN'T A BATTLE, AND THE WAR IS BARELY BEGUN!

IF THERE WEREN'T SO *MANY* OF YA LOUSY...!

STOP! LISTEN TO ME! THIS ISN'T THE *WAY* OF THE *LIGHT* YOU WERE *SEEKING!*

IT IS THE *WAY* OF *DARK-NESS*--OF *EVIL!*

W-WHAT IF *SISTER SUN* IS... *RIGHT?*

"*RIGHT*" IS OF LITTLE *IMPORTANCE*, SHA SHAN! YOU HAVE *WAITED* TOO LONG--AND I AM *READY* FOR YOU!

KORBA! THE *POWER* YOU *CRAVE* IS *YOURS*, HUMAN!

I *TRANSFER* IT TO YOU...*UNFETTERED!* ***USE IT NOW***--

--TO SILENCE SISTER SUN FOREVER!

DO YOU *HEAR*, WIFE?

NO *LONGER* AM I *BOUND* BY YOUR WRETCHED *PURITY!*

STROW!

AND MY TIME OF *SUB-SERVIENCE* IS ENDED AS WELL, ACHMED! I CAN *FIGHT* YOU NOW--AND I *WILL!*

WHILE IN THE CORRIDORS DIRECTLY BELOW...

HATE! KILL! DESTROY!

THE MAN-BEAST IS CONTROL-LING THEM *COMPLETELY!*

THEY'RE LIKE *UNFEELING ZOMBIES!*

ABOVE...

THE *WILL* OF THE *MENTOR* IS TOO *STRONG* IN THIS STADIUM TO BE *DEFIED*, SHA SHAN!

YET DEFY IT I *MUST*, ACHMED-- TO RESTORE THE *BALANCE!*

HANG *IN* THERE, LI'L LADY-- 'CAUSE YOU AIN'T *ALONE!*

RAZORBACK'S BUSTIN' LOOSE!

BELOW...

DIVE, SPIDEY! ZOMBIES OR *NOT*-- THESE JOKERS CAN'T *FIGHT* IF THEY CAN'T *SEE*... AND AN EYEFUL OF *FIRE-EXTINGUISHER FOAM* SHOULD TAKE CARE OF *THAT!*

SPLOOSH!

FAST *THINKING*, MR. THOMPSON!

THAT'S WHAT KEPT ME *ALIVE* BACK IN *'NAM*, SPIDEY!

SORRY WE'RE NOT HANDING OUT *MEDALS* AFTER *THIS* WAR, FLASH --

-- BUT AT LEAST *NOW* WE'VE GOT A CHANCE OF COMING OUT WITH OUR *LIVES!*

THIP!

THAP!

UH-OH! BOBBY SUE'S NOT WHERE I *LEFT* HER,* AND I HEAR THE SOUND OF BROTHER POWER'S *LIGHT-BURST* FROM THE *STADIUM!*

SPIDEY-- *SHA SHAN* IS *UP* THERE!

THEN *GO* TO HER, HERO-- YOU'VE DONE ALL YOU *CAN* DOWN HERE! BESIDES--

-- THE *MAN-BEAST* IS *MINE!!*

** LAST ISH-- ARCH.*

FLASH THOMPSON *NEEDS NO FURTHER* ***URGING*** *-- THE WOMAN HE* ***LOVES*** *IS IN THE STADIUM ABOVE! HIS HEART* ***POUNDING***, *HE RACES UP THE* ***STAIRS*** --

-- BUT NOT ***ALL*** *HE'S SEEN THIS DAY COULD HAVE EVEN* ***BEGUN*** *TO PREPARE HIM FOR --*

--THE RAGE OF THE MAN-BEAST!

WHY DON'T YOU FALL, WOMAN-- WHY?

SKROW!

HATE! KILL! OBEY NO WILL BUT MINE! THINK NO THOUGHTS BUT MINE! HATE! HATE!

SHA SHAN!

I WAS LED TO THIS MOMENT TO RESIST, ACHMED! AND RESIST I SHALL--

--UNTIL I DIE!

YOU TELL HIM, LADY-- AN' IF YOU HOLD OUT, SO CAN OL' BUFORD HOLLIS!

BRAVE WORDS, BUT SPOKEN IN DESPERATION AS THE POWER OF HATE SWELLS AND OVERWHELMS, WHILE IN THE CHAMBER BELOW--

MAN-BEAST!

YOU ARE TOO LATE, SPIDER-MAN!

KWOOM!

TOO LATE FOR EVERYTHING--

--SAVE DEATH!

U-UNHHHH...!

HOW I WISH THE *FLESH* I AM RENDING WITH MY *HATE* WERE *WARLOCK'S*--OR THE *HIGH EVOLUTIONARY'S!*

BUT YOURS WILL *SUFFICE*, HUMAN! *YOURS* WILL *DO!!*

FALL, CURSE YOU! I AM FLAYING THE *LIFE* FROM YOU-- YET *STILL* YOU *STAND!* *FALL*, HUMAN!

FALL!

N-NO! THIS IS NOT THE *TEACHING!* SUDDENLY...I CAN *SEE* THAT!

EH...?

YOU WERE SUPPOSED TO *LEAD* US TO *LOVE*--TO LEAD US OUT OF *DARKNESS*...TO THE *LIGHT!* BUT YOU-- YOU ARE *EVIL!*

AWAY FROM THAT *CONSOLE*, WOMAN! IT GUIDES THE *HATE AMPLIFIERS!*

YOU MUST HAVE ENTERED WHEN MY *CONCENTRATION* WAS ON THE CROWD AND SPIDER-MAN! WELL, THOUGH MY CONTROL HAS *SLIPPED* FROM YOU--

OHHH...

--YOU WON'T LIVE TO *INTERFERE*, HUMAN WENCH!

WRONG, FANGS! YOU'VE SPREAD YOUR POWER IN TOO MANY *DIRECTIONS* AT ONCE--

SKA-POW!

AARRGH!

--AND NOW EVERYTHING IS COMING APART, INCLUDING YOUR HATE AMPLIFIER!

DOWN, KIDDO! THE WHOLE GIZMO IS BLOWING!

NOOOOOOO

AND THAT BLAST CHAIN-REACTS TO THE EQUIPMENT ABOVE...

THE SUN-BURST... GLOWING FIERY RED LIKE IT'S ABOUT TO--

--EXPLODE!

YAAHHH!

THIS IS NUTS! I DON'T EVEN KNOW WHAT I'M DOING HERE!

WHY'D YOU LET HIM BLAST YOU, SHA SHAN? YOU HAVE THE POWER OF THE LIGHT AS WELL AS HE DID! WHY DIDN'T YOU FIGHT BACK?

I-- I DID, FLASH-- WITH MY HEART! I HOPED TO THE LAST THAT ACHMED WOULD SEE THE LIGHT--

--BUT THE EVIL WITHIN HIM WAS TOO STRONG! HE DESTROYED HIMSELF!

YET IT IS A PYRRHIC VICTORY INDEED-- ONE THAT LEAVES THE TASTE OF ASHES IN THE MOUTHS OF THE VICTORS... AND THE FURTIVE FEEL OF SHAME IN THE MINDS OF THE SAVED!

NO ONE WILL BOAST OF THEIR ROLES THIS DAY--

--AND THE SOONER IT IS FORGOTTEN... THE BETTER!

ALL OF THIS-- FOR WHAT? I AIN'T EVEN FOUND MY SISTER-- BOBBY SUE!

I SAW HER LAST NEAR WHERE I LEFT SPIDEY, BUFORD! IT-- IT WAS CLOSE TO THE CENTER OF THE EXPLOSION!

THE WALL-CRAWLER IS MISSIN', TOO? LORD, WHAT A--

WAIT! HALL-E-LUJAH! THEY AIN'T 10-7'D, FLASH BOY! THEY'RE ALIVE! Y'HEAR ME-- ALIVE!!

HAYSEED, I'VE NEVER BEEN SO GLAD TO HEAR YOUR FOGHORN VOICE IN ALL MY LIFE!

NOW SHUT UP AND GIVE ME A HAND WITH YOUR SISTER!

B-BOBBY SUE? OH, GAL--IT'S JUST LIKE JAMBOREE SEASON BACK IN TEXARKANA, ARKANSAS! JUST WAIT TILL MAMA GETS A SQUINT AT YOU!

SAY HELLO TO HER FOR ME, WON'T YOU, BUFORD?

H-HUH? WHAT'RE YOU SAYIN'? YOU'RE COMIN' BACK WITH ME, AIN'T YA?

NO, BUFORD! I JOINED THE LEGION OF LIGHT BECAUSE, WHATEVER IT IS I'M LOOKING FOR, IT DIDN'T EXIST IN TEXARKANA! I--I LOVE YOU-- AND HOME-- BUFORD, AND I'M GRATEFUL TO YOU FOR SAVING ME FROM A FALSE PATH--

--BUT THAT DOESN'T MEAN SOMETHING REAL DOESN'T EXIST! I--I'VE GOT TO KEEP ON SEARCHING UNTIL I'VE FOUND IT!

B-BUT, SIS? BOBBY SUE?!

LET HER GO, BUF! EVERYONE'S GOT TO LIVE THEIR OWN LIVES--

--AND I'VE GOT A HUNCH YOUR LITTLE SISTER'S GONNA COME OUT ALL RIGHT!

I--I GUESS YOU GOT MORE T'TEACH ME THAN JUST FIGHTIN' SUPER-VILLAINS, WALL-CRAWLER!

BUF--CLASS IS OVER! AFTER ALL YOU'VE DONE TODAY, YOU'RE A GRADE-A, BONAFIDE SUPER-HERO!

WHILE I HAVE FAILED IN THE TASK ENTRUSTED TO ME BY MY FATHER!

FAILED? IF YOU HADN'T HELD THE MAN-BEAST'S ATTENTION UNTIL THE LAST POSSIBLE MOMENT, SHA SHAN--WE'D ALL BE PUSHING UP DAISIES RIGHT NOW!

AND SO, SOMETIME LATER...

THE WRECKAGE IS STILL SMOKIN', SPIDEY!

IT WON'T LAST, BUF! THE EVIL THAT FUELED IT IS GONE! THERE'S A SAYING--

--THAT, FOR EVIL TO TRIUMPH, IT'S ENOUGH THAT GOOD MEN DO NOTHING! WE BEAT EVIL TODAY--

--BECAUSE-- TOGETHER--WE DID... SOMETHING!

BIG PIG

NEXT

THE BEETLE AND THE BADGE!

The Spectacular Spider-Man #1 editorial
by Gerry Conway

THE SPIDER'S WEB

c/o MARVEL COMICS GROUP, 575 MADISON AVE., N.Y.C. 10022

NOTES FROM MYSELF

Okay, it's a fair question: why *another* book about Marveldom's favorite web-spinner? What with THE AMAZING SPIDER-MAN, MARVEL TEAM-UP, and MARVEL TALES (our risable reprint title), aren't there enough books devoted to Spidey's adventures?

Well, in a way, yes, and in a way, no.

First of all, Spidey isn't the only hero featured in three monthly books)*Captain America* and *The Hulk* are two others which come to mind), even though he *is* our most popular hero. He's one of the few characters who doesn't belong to a team, and though he's constantly guest-starring, he really doesn't get all *that* much exposure, proportionately. Which isn't to say he's under-exposed; just not *over*-exposed, the way we see it. Still, that's just a reason why it isn't a bad idea; there are even more reasons why it's a good idea, both for us, and for *you*.

In the past few years, what with printing costs and other factors, the average comic book story has dwindled in size (more so over at our competitors than at Marvel), with the result that it's become harder and harder for us to provide the depth of characterization and sub-plot on which Marvel readers thrive. We think we still give as much as we ever have, but it's getting more difficult to explore *all* the possibilities in a story line — and no book has felt this constraint more than SPIDER-MAN.

Let's face it: what makes SPIDER-MAN the excellent comic magazine it is, is its spectacular supporting cast; from J. Jonah Jameson through Mary Jane Watson to the ever-agonizing Aunt May, the SPIDER-MAN cast is the finest ever created in comics. Those people are *real*, to us and to you, and they need room to live, breathe, and develop.

PETER PARKER, SPIDER-MAN, is going to provide them with that room.

We're going to try something different with this book, something that really hasn't been done before, to this extent, in comics. Characters and sub-plots are going to overlap between PETER PARKER and the regular SPIDER-MAN book, moving back and forth in a carefully structured ballet (we hope) that will bring you more story than you could possibly have in one monthly magazine. I'm going to coordinate my stories with the stories in THE AMAZING SPIDER-MAN, and what isn't covered in that book, will be covered in this one. In other words, instead of two regular SPIDER-MAN comics, you're going to have one double-sized comic — at least, that's the way we see it now. Naturally, there'll be some growing pains; some issues won't mesh as comfortably as we'd like, others may be slightly redundant — but in a few months, we expect you'll see something special growing before your very eyes.

You see, we don't want this to be "just another Spidey mag" — 'cause as far as we're concerned, that kind of reputation is the kiss of death for any character. It happened to another Super-hero at our Dashing Competition; there were so many books about him and his friends and his acquaintances and his nephews and dogs and people he met in the street and total strangers who'd seen him once on TV — that pretty soon, all the stories became alike, and one issue was exactly like another. (Don't think we haven't jokingly considered SPIDEY'S GIRL FRIEND, MARY JANE WATSON and SPIDEY'S EX-ROOMMATE, HARRY OSBORN and SPIDEY'S AUNT, MAY — we have, and we won't.) We're interested in maintaining interest (yours and ours), and the best way to do that is to keep a firm grasp on our standards of quality. On Spider-Man, those standards haven't wavered yet; they won't waver now.

Anyway, *that's* why another book about Spider-Man.

* * *

RANDOM NOTES: Anyone who read NEWSWEEK magazine's July 26th issue knows we're not alone in our admiration for our friendly neighborhood wall-crawler. Apparently, Spidey's got a fan in *Amy Carter* (Presidential Nominee Jimmy Carter's eight year old daughter), who's pictured reading an ELECTRIC COMPANY edition of Spider-Man while curled in her father's lap. Who says this isn't the Marvel Age of Influence on Presidential Politics? (And in case there's someone out there who thinks we're playing partisan politics — we'll be glad to mention *Jack Ford* just as soon as we see a newsphoto of him glomming an issue of HOWARD THE DUCK. Fair's fair, right?) —G.C.

* * *

Next issue, we'll continue the adventure begun this issue; we'll also offer a few surprises, one of them concerning an unexpected job for GLORIA GRANT, and another having to do with that queen of the geriatric set, AUNT MAY. Be here, Spidophile, in one month, for the return of KRAVEN THE HUNTER, and a story titled: "IF DEATH BE VICTORY...!" Until then, watch your feet: the spider you step on *might* just be a super-hero...

The Spectacular Spider-Man #2 editorial
by Gerry Conway

PETER PARKER'S PAD

c/o MARVEL COMICS GROUP, 575 MADISON AVE. N.Y.C. 10022

There's only one thing wrong with starting a brand new book like PETER PARKER, THE SPECTACULAR SPIDER-MAN...and that's that it takes so long to get any initial response to our fabulous first issue. Indeed, here it is time for the second issue to go to press, and the first has yet to hit the stands. What's an armadillo to do?

Well, for one thing, he can step back and take a look at where we are and where we've come from.

From that early day back in 1962, when Spidey first saw the light of day in the pages of AMAZING FANTASY #15, right on to these humble pages, the agile arachnoid has seemed destined for greatness. We daresay that no super-hero created since mid-century has generated the amount of excitement that Spider-Man has. His popularity has seen him through over 160 issues of AMAZING SPIDER-MAN, 50 some issues of MARVEL TEAM-UP, numerous special editions, two record albums, and an animated television series. His early adventures are reprinted monthly in MARVEL TALES. When Marvel launched the first of our jumbo-size Treasury Editions, it was Spider-Man who was picked for the starring role. And, of course, it was Spidey's amazing popularity that led to the creation of this title.

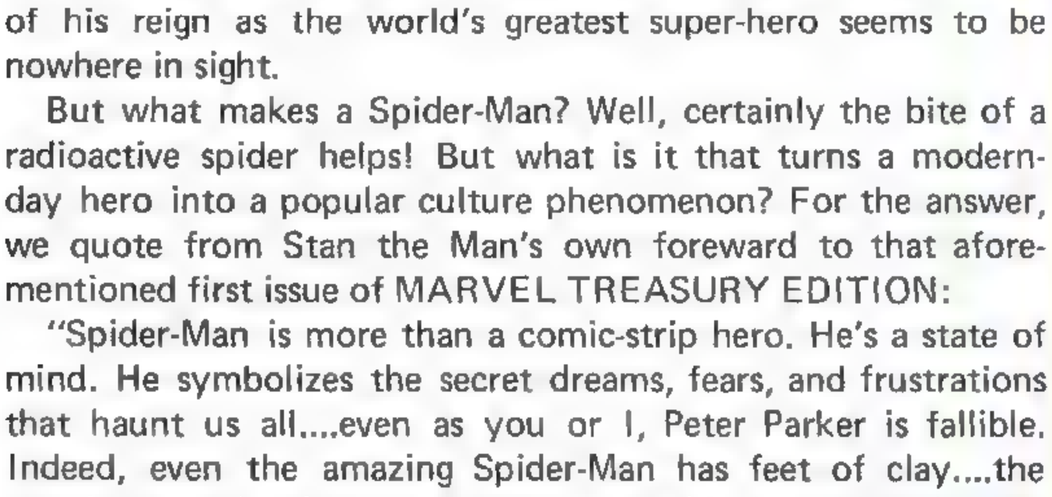
Some fifteen fine pencilers and inkers, and five wondrous wordsmiths, have spun the wall-crawler's webs throughout his first—can it really be that long?—fourteen years. And the end of his reign as the world's greatest super-hero seems to be nowhere in sight.

But what makes a Spider-Man? Well, certainly the bite of a radioactive spider helps! But what is it that turns a modern-day hero into a popular culture phenomenon? For the answer, we quote from Stan the Man's own foreward to that aforementioned first issue of MARVEL TREASURY EDITION:

"Spider-Man is more than a comic-strip hero. He's a state of mind. He symbolizes the secret dreams, fears, and frustrations that haunt us all....even as you or I, Peter Parker is fallible. Indeed, even the amazing Spider-Man has feet of clay....the wondrous web-spinner represents one of the oldest human ironies—the fact that the attainment of power and success do not necessarily bring happiness.

"But let's face it. Spidey is more than a philosophical conception, more than a haunting social commentary on the human condition. First and foremost, everyone's favorite wall-crawler stands for excitement, fantasy, and mile-a-minute adventure."

Well said, Mr. Lee! Well said, indeed!



* * *

By the by, if you've read this far, you must have read the heading at the top of this rambling page—*Peter Parker's Pad.* Ya see, we figured that if we were gonna keep our lovely lady of the letters, Mellow Mary Ellen, from going silly, then we darned well better differentiate between the letters page title of this book and that of the AMAZING SPIDER-MAN. As a matter of fact, we meant to do it last issue, but deadlines got the better of us. (Gee, that means that some of you will probably be sending your LOC's on the first issue of PETER PARKER to *The Spider's Web* and...uh-oh! Mary Ellen, stop! Put down that blunt object!)

But what's that? Do these aging armadillo ears hear some cries of derision at the sound of *Peter Parker's Pad*?!? We suppose you'd prefer *Pass it to Peter*? No? Howzabout *Pen it to Parker*?

You don't like any of those? We suppose you could do better, huh?

Well, here's your chance to prove it! Yes, folks, it's no-prize time again! We'd like your suggestions for a new title for this, our liltin' letters page, and we'd like them as soon as possible. Preferably tomorrow. Or even yesterday. To the lucky soul whose suggestion we use, we shall graciously award a gleaming, self-polishing, no-deposit, no-return *no-prize*! Plus, you get to see your name in print. Now, where are ya gonna get a deal like that nowadays?

And in the meantime, keep those cards and letters a'comin' to *Peter Parker's Pad*. An armadillo can get awfully lonely without some good correspondence to sink his teeth into.

The Spectacular Spider-Man #3, page 2 original art
by Sal Buscema & Mike Esposito

SPECT SPIDERMAN #3

UH-OH! I *KNEW* IT! JUST WHEN I WAS ENJOYING THE *AIR* AND THE *VIEW*--

--SOMETHING *UGLY* POPS UP THAT *DEMANDS* THE ATTENTION OF A FRIENDLY NEIGHBOR-HOOD *SPIDER-MAN!*

LIKE I *TOLJA*, GRAMPS, YA CAN'T CROSS OUR TURF WIT' OUT YA PAY DA *SIDEWALK TAX!*

NO HURT... PLEASE LEAVE ME BE... NO GOT MONEY...

HEY, ARCH! DIS FOREIGNER, HE DON'T *TALK* SO GOOD! HIS *MOUTH* NEEDS FIXED!

SO IT *GETS* FIXED, STU ... *NOW*--

UHHH!

W-WHAT HAPPENED TO *ARCH*? ALLA SUDDEN HE KEELED RIGHT *OVER!*

SUM'PIN HIT HIM! SO *FAST* IT WAS A *BLUR!*

GUYS... LOOKIT!

YEAH... "LOOKIT," GUYS! *I'M* "DIFFERNT" THAN "YOUSE," TOO!

AND FOR *THAT* I THANK MY LUCKY *STARS.*

S-SPIDER-MAN!

RIGHT. THERE'S ONE *OTHER* THING YOU NEED TO KNOW--

-- I'M *ANGRY!* AND THAT'S *BAD*, *BAD NEWS* FOR BOZOS LIKE *YOU!*

HE'LL *KILL* US! *RUN!*

Courtesy HeritageAuctions.com

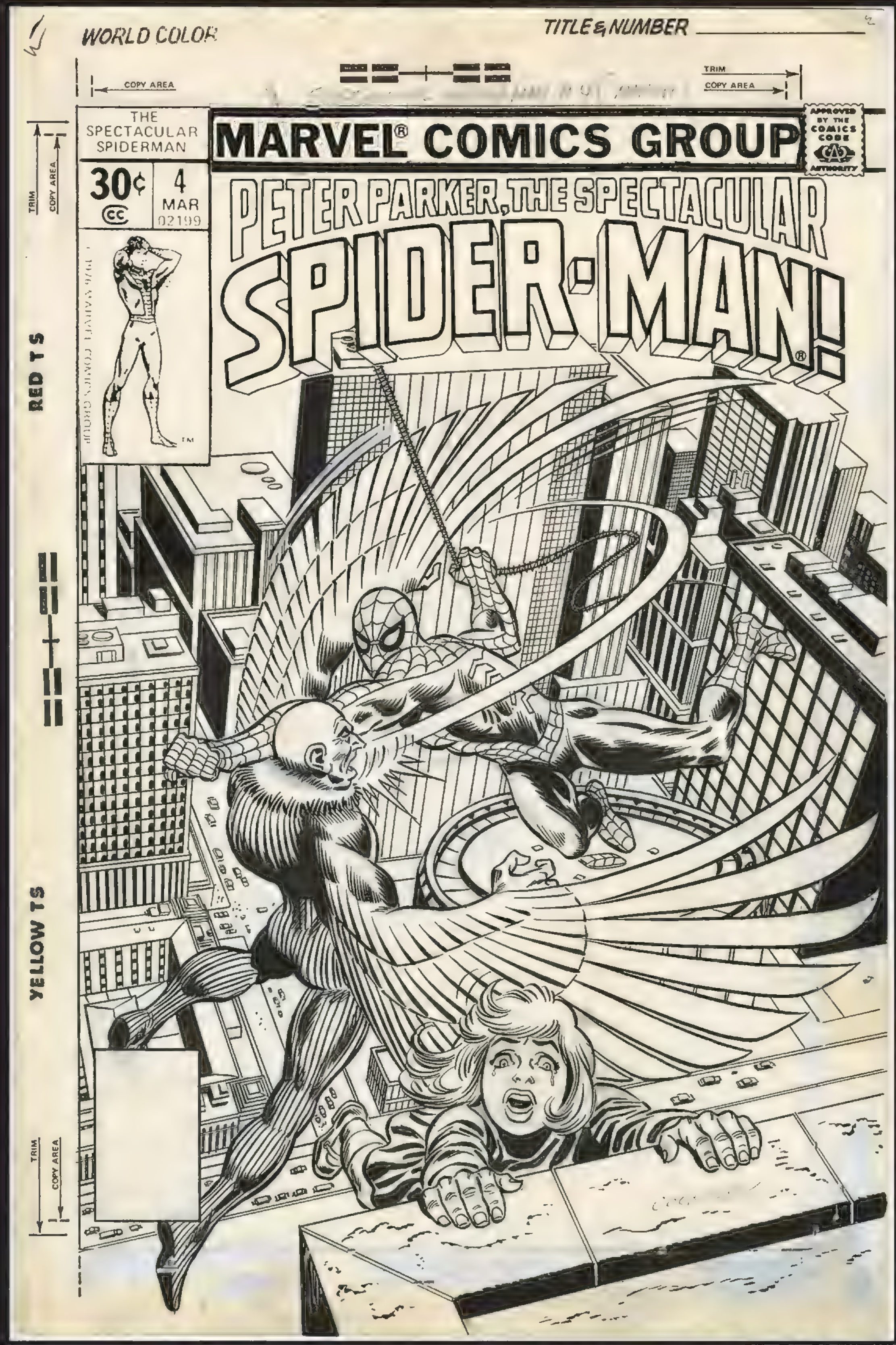
The Spectacular Spider-Man #3, page 3 original art
by Sal Buscema & Mike Esposito

SO, THE OLD PETER PARKER LUCK IS RUNNING TRUE TO FORM!
I'D JUST ABOUT FORGOTTEN THAT I WASTED THE WHOLE DAY LOOKING FOR THE TARANTULA AND THE TWO MEN HE KIDNAPPED*-- AND TURNED UP A BIG FAT ZERO!
NO CLUES AT ALL YET! NOT EVEN A RANSOM NOTE FOR GORMAN AND LANSKY!
THE PIECES OF THIS PUZZLE JUST DON'T WANT TO FIT!
*AS SHOWN IN ISSUES 1&2--ARCH.

CONTINUED AFTER NEXT PAGE

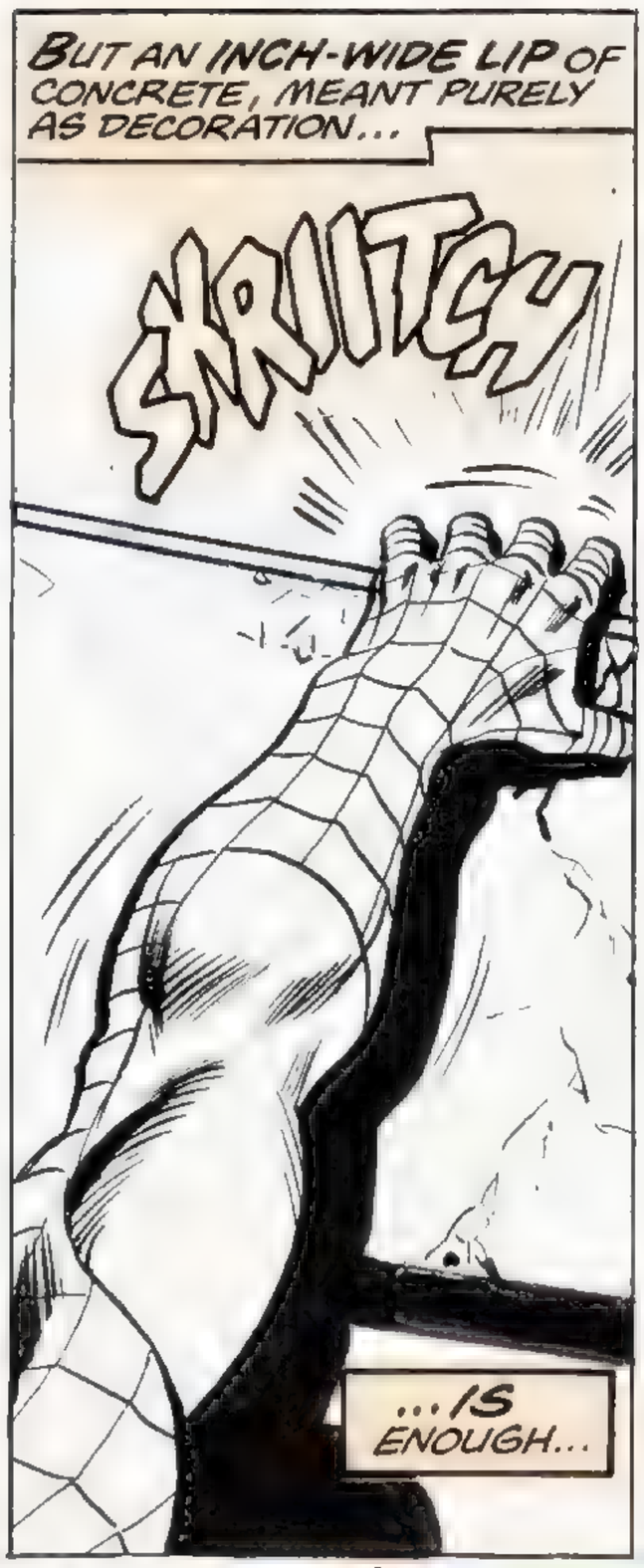
Courtesy HeritageAuctions.com

The Spectacular Spider-Man #4 cover original art
by Dave Cockrum & Frank Giacoia



Courtesy ComicLink

The Spectacular Spider-Man #7, page 16 original art
by Sal Buscema & Jim Mooney



Courtesy HeritageAuctions.com

The Spectacular Spider-Man #9, page 2 original art
by Sal Buscema & Mike Esposito

INKEL COLONIST
PRESIDENT DWYER CAN'T BE SERIOUS! THE NIGHT SCHOOL IS A BONUS FOR STUDENTS LIKE ME--
--A PLACE TO MAKE UP WORK MISSED DURING DAY CLASSES--
OPEN!
--BUT WHAT ABOUT ALL THE KIDS WHO CAN'T AFFORD DAY SCHOOL? KIDS STRUGGLING TO FIND JOBS? NIGHT SCHOOL'S THEIR ONLY HOPE!
WITHOUT AN EDUCATION WE'RE SECOND CLASS CITIZENS!
AND THEY'RE NOT ABOUT TO GIVE IT UP WITHOUT A FIGHT, MR. PARKER!
THE CITY'S IN A MONETARY CRISIS! DECISIONS MUST BE MADE! IT WAS EITHER THE DAY SCHOOL OR--
OR THE POLICE!
YEAH! HOW COME YOU CAN AFFORD COPS BUT CAN'T AFFORD US?!
FIRE DWYER
STOP THE
FIGHT
THIS IS GETTING UGLY, SIR!
THESE KIDS DON'T WANT A BATTLE-- THEY WANT AN EDUCATION!
ABRE LAS PUERTAS! OPEN THE DOORS!
BUT IF THERE'S NO MONEY IN THE BUDGET...
KEEP E.S.U.'s NIGHT SCHOOL OPEN!
GIVE US OUR SCHOOL BACK!
VIVA LA LUCHA
FIRE DWYER! FIRE DWYER! FIRE DWYER!
SUDDENLY, A SPOKESMAN EMERGES FROM OUT OF THE ANGRY CROWD...
THE STUDENTS ARE RIGHT! YOUR DECISION IS NOT ONLY INFLAM-MATORY..
--BUT RACIST, AFFECTING BLACK AND HISPANIC STUDENTS MOST!
HEY! IT'S PROF. VASQUEZ FROM ETHNIC STUDIES!
THERE ARE OTHER WAYS OF GETTING MONEY FOR E.S.U. THAN CLOSING THE SCHOOL--AND THEY KNOW IT!
VIVA LA LUCHA!
GO ON! ASK THEM--
--ABOUT THE MULTI-MILLION DOLLAR BID FOR THE ERSKINE MANU-SCRIPTS IN THE E.S.U. LIBRARY! A BID THEY REJECTED!
BUT... THAT'S THE SCHOOL'S MOST PRICE-LESS--
COLOR & INK: DOSI 2 DANK

Courtesy HeritageAuctions.com

The Spectacular Spider-Man #9, page 9 original art
by Sal Buscema & Mike Esposito

MEANWHILE...

WHAM

I DID IT--PAIN AND ALL!

BUT IF ANYONE HAD *SEEN* PETER PARKER LIFT A HALF-TON OF *BOOK-CASES*...

LUCKILY, NO ONE *DID*--AND FROM THE *SOUND* OF THINGS, WHITEY'S STILL *OUT* THERE--

--PROBABLY SCRAMBLING WITH THE *CAMPUS COPS*, THOUGH IT'S TOO *DARK* TO TELL!

WELL, *HE* MAY HAVE *STARTED* THIS--

--BUT I AIM TO *FINISH* IT...AS *PETER PARKER* AND WITHOUT PULLING ANY *PUNCHES*!

HEY, YOU--IN THE BLEACHED *BODY-STOCKING*! RE-MEMBER *ME*?

I *OWE* YOU FOR--

WHAP

EH--¿QUIÉN ES *USTED*, Y POR QUÉ--?!

THREE YEARS OF HIGH SCHOOL *FRENCH*--

--ISN'T HELPING ME UNDERSTAND A *THING* THAT'S GOING *DOWN*--

KATRAM!

--EXCEPT THAT IT DOESN'T FEEL *GOOD*!

THE FIGHTING *STOPS* AS SUDDENLY AS IT *BEGAN*!

THE TIGER *STARES* AT THE FALLEN *PETE* IN WHAT CAN ONLY BE CONSTRUED AS...*SHOCK*!

AND THE *GUNSELS* AND *GOONS* TAKE AD-VANTAGE OF THE RESPITE--

--TO BE A HASTY AND STRATEGIC *RETREAT*!

LET'S GET *OUTTA* HERE!

Courtesy HeritageAuctions.com

The Spectacular Spider-Man #10, page 1 original art
by Sal Buscema, Mike Esposito & Frank Giacoia

10, MAY SHIPP. 1

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

STAN LEE PRESENTS: **THE SPECTACULAR SPIDER-MAN!**

BILL MANTLO WRITER ✶ BUSCEMA, ESPOSITO & GIACOIA ARTISTS ✶ I. WATANABE, LETTERER SAM KATO, COLORIST ✶ ARCHIE GOODWIN EDITOR

TIGER IN A WEB!

A CAMPUS **PROTEST** OVER THE CLOSING OF EMPIRE STATE UNIVERSITY'S **NIGHT SCHOOL** IS ON THE VERGE OF BECOMING A **RIOT SITUATION** WHEN THE SCHOOL'S MOST **PRICELESS** POSSESSION--THE **ERSKINE MANUSCIPTS**--ARE **STOLEN** BY...

THE **WHITE TIGER**-- ATTACKING **PROFESSOR VASQUEZ!!**

LET HIM **GO**, KILLER--**NOW!**

EH? **EL HOMBRE ARAÑA!**

¡PERO, USTED **NO COMPRENDE!** YOU DON'T **UNDERSTAND!**

G-GKK!

BUT, AS **YOU** (AND **PETE**) WILL SOON **FIND OUT**, DEAR PILGRIMS --THINGS ARE NOT **ALWAYS** AS THEY **SEEM!**

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The Spectacular Spider-Man #10, page 11 original art by Sal Buscema, Mike Esposito & Frank Giacoia

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--AND IT'S MOVING!

ACROSS THE TRI-BOROUGH BRIDGE, TO BE EXACT--

--AND TOWARDS THE SOUTH BRONX!

WHILE, BACK AT THE ESU CAMPUS...

CAPTAIN, I DEMAND THAT YOU ARREST THESE--THESE HOODLUMS!

MY ORDERS ARE TO STOP A RIOT, PRES. DWYER--

--AND FRANKLY, I JUST DON'T SEE THAT THAT'S THE SITUATION HERE!

IT'S NOT! THE REAL CRISIS IS AN ADMINISTRATION THAT WOULD SACRIFICE LIVES FOR MONEY-- FOR A BOOK!

SWITCH PANELS

A BOOK I STOLE TO DRAMATIZE OUR STRUGGLE TO KEEP THE NIGHT SCHOOL OPEN--

--WHILE MASQUERADING AS THE WHITE TIGER!

ERSKINE

HE IS BLAMELESS! I--PROF. RAMON VASQUEZ--AM THE GUILTY ONE!

ARREST HIM! HE'S IN LEAGUE WITH THE THUGS WHO RAIDED THE LIBRARY!

NO! I ACTED ON MY OWN!

BUT NOT EVEN THE STUNNED AND SYMPATHETIC STUDENTS CAN BUY THAT PART OF PROFESSOR VASQUEZ'S STORY--NOT WHILE THE BLACK HAND IS STILL VERY MUCH AT LARGE!

PINNED DOWN--JUST LIKE A STUPID AMATEUR!

BDOW!

BY THE TIME THE BOYS IN BLUE CHECK OUT ALL THE NOISE--I'M GONNA BE SWISS-CHEESED!

SUNNUVA--! MY GUN'S JAMMED!

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CONTINUED AFTER NEXT PAGE

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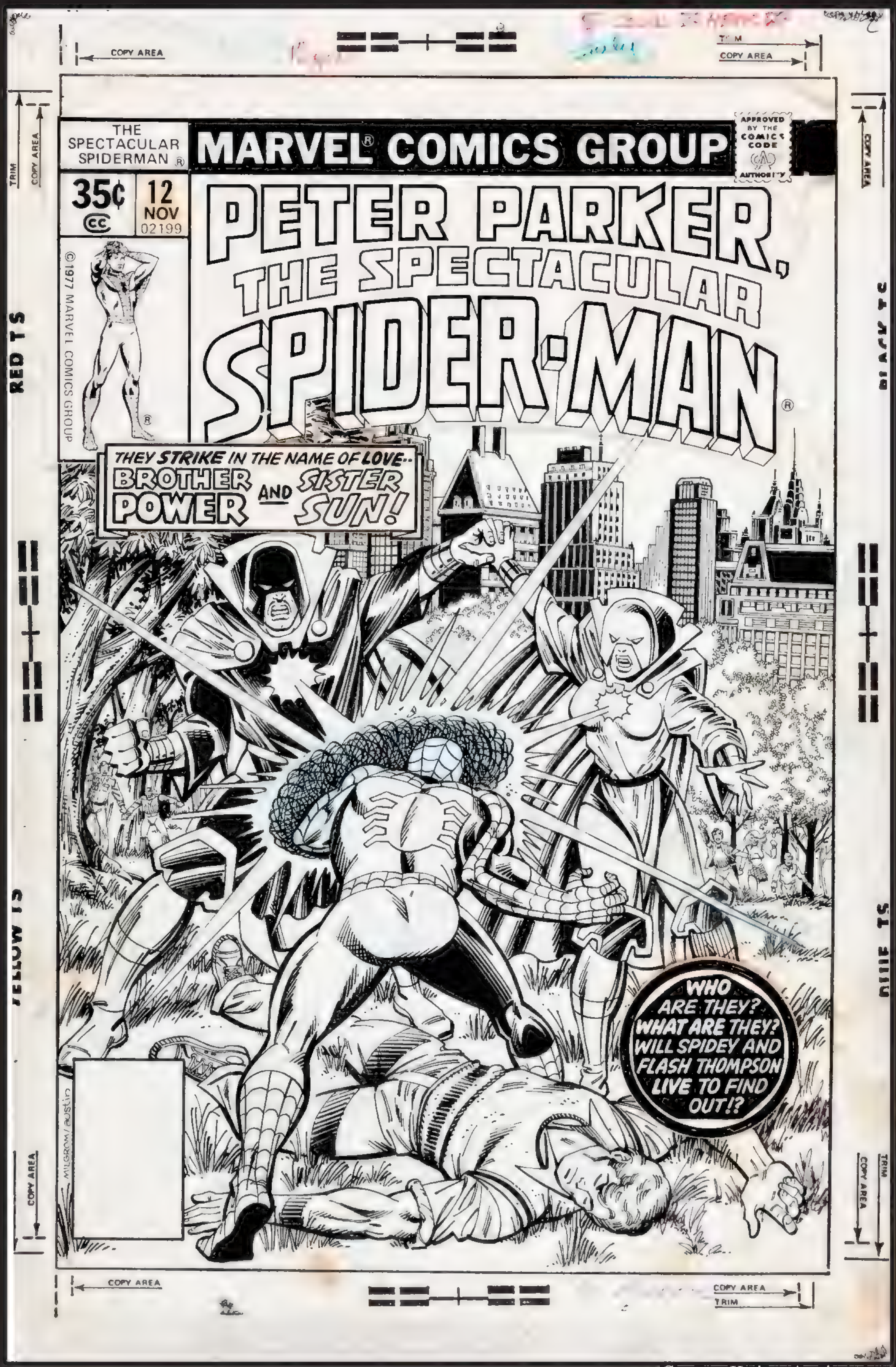
The Spectacular Spider-Man #12 cover original art
by Al Milgrom & Terry Austin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PETER PARKER, THE SPECTACULAR SPIDER-MAN®
THEY STRIKE IN THE NAME OF LOVE.. BROTHER POWER AND SISTER SUN!
WHO ARE THEY? WHAT ARE THEY? WILL SPIDEY AND FLASH THOMPSON LIVE TO FIND OUT!?
MILGROM / AUSTIN
RED TS
YELLOW TS
BLACK TS

Courtesy HeritageAuctions.com

BIOGRAPHIES

ARCHIE GOODWIN

Looking for a job, Archie Goodwin was immediately sized up by publisher Jim Warren to be a meek, quiet fellow who at first glance didn't appear to have the necessary mettle to handle the chaotic life of an editor. But as Goodwin would later say of himself, behind that quiet demeanor was a furtively creative thinker that lived to "lose myself in the fantasy of comics."

As a teenager during the '50s, he was an acolyte of E.C. Comics, contributing material to fanzines like *Hoohah* and *Twig Illustrated*. Though his abiding reputation in comics would come from his writing and editorial abilities, Goodwin studied art at New York's School of Visual Arts. His first work in publishing included turns as strip artist Leonard Starr's assistant, editing for the women's magazine *Redbook* and cartooning for the outdoor magazine *Fishing World*.

His first venture into comic books came in 1964, when he joined the staff of Warren Publishing. Goodwin quickly made a name for himself both editing and writing for *Creepy* and *Eerie*, and also launched the much-revered *Blazing Combat*. He instilled a degree of class to Warren's small line that helped draw top talent, which in turn established it as a fine inheritor of E.C.'s legacy. His later work for *Vampirella* came in a brief but highly regarded stint that helped to establish a bona fide mythos for the character.

His work at Marvel began in the late '60s with short stints on *Incredible Hulk* and *Fantastic Four*, the latter job giving him the honor of being the first writer to script *FF* other than Stan Lee. But it was his work on *Iron Man* where Goodwin would make his biggest mark on the Marvel Age of Comics, writing the first 28 issues of the character's solo title.

Shortly thereafter, he began a brief writer/editor stint at DC on *Detective Comics* as well as several war titles that Joe Kubert was leaving. He also wrote a well-remembered run of *Manhunter* backup stories in collaboration with Walt Simonson, an artist he had a hand in discovering.

Heading back to Marvel, he served as editor in chief before handing the reins to Jim Shooter. His later accomplishments for Marvel included negotiating licensing for *Star Wars* and other top-selling movie adaptations and launching the Epic line. He also wrote early issues of Wolverine's solo title.

Goodwin returned to DC in 1989 to write and edit until his death from cancer in 1998, still in the prime of a career that saw him establish a legacy in every aspect of the comics field. In particular, he was regarded as a man who handled his job as an editor not simply to shepherd comics through their development process but also to mentor younger editors into fulfilling their own potential.

BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man*.

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

SAL BUSCEMA

Without a doubt one of comics' most prolific artists, "Our Pal" Sal Buscema joined Marvel in 1968 shortly after his elder brother, John. Tackling inking duties on *Silver Surfer* and *Fantastic Four*, including the all-time classic *Silver Surfer* #4, Buscema quickly graduated to penciling. He was an anchor of the Marvel line in the 1970s with long runs on books like *Captain America*, *Marvel Team-Up* and *The Spectacular Spider-Man* and a 100-plus issue run on *The Incredible Hulk*. Buscema was also behind defining the tone on early issues of *The Defenders*, *Rom* and *The New Mutants*. His career as one

of Marvel's most versatile artists lasted throughout the '70s and into the '90s. In 1988, he returned to *The Spectacular Spider-Man* and over the next ten years penciled every issue but two from #134 through #238 (and inked the vast majority as well!) Although he retired in the late '90s, readers can still see his name on comics credits from time to time, including inking work on the cult hit *Spider-Girl*.

GERRY CONWAY

In 1969, 16-year-old Gerry Conway was shopping short stories to DC and Marvel for their horror anthology books. By 1976, Conway had worked his way up to Marvel's editor in chief. In between, he logged highlight after highlight as writer for both companies.

After establishing a pedigree with horror short stories, Conway quickly became the regular writer of *Daredevil*, *Sub-Mariner* and *Iron Man*. He also began runs on *The Amazing Spider-Man* and *Thor*, picking up both titles from none other than Stan Lee. He scripted both for nearly 50 issues, writing controversial and classic tales including "The Death of Gwen Stacy," the first appearance of the Punisher, and the introduction of Harry Osborn as the Green Goblin. Cueing off his early interest in horror stories, Conway took advantage of Marvel's burgeoning line of horror comics, launching *Werewolf By Night* and *Man-Thing*, as well as writing the first issue of *Tomb of Dracula*.

In 1976, he was handed the top job at Marvel before transitioning to DC Comics. One of his first big assignments was writing the script for one of the first inter-company crossovers, *Superman vs. The Amazing Spider-Man*. Shortly thereafter, he began a long tenure on prime DC titles like *Superboy & The Legion of Super-Heroes*, *World's Finest* and *Wonder Woman*. He also introduced Firestorm with Al Milgrom in 1978, scribing all five issues of the short-lived '70s incarnation.

As the '80s dawned, he started a long run writing both key Batman titles, *Detective Comics* and *Batman*, and continued his run on *Justice League of America*, a stint that began in earnest in 1978 and would end with the dismantling of the infamous JLA Detroit in 1986. During this era, he also revived Firestorm with artist Pat Broderick; this time the title found traction and Conway wrote the first 53 issues. A return to Marvel in the late '80s saw Conway tackling two of the three Spider-Man titles: *The Spectacular Spider-Man* and *Web of Spider-Man*.

During this period, Conway was asserting himself as a writer in film and television. His early '80s screenplay collaborations with Roy Thomas resulted in the animated film *Fire and Ice* and barbarian sequel *Conan the Destroyer*. By the late '80s, his opportunities in television writing had expanded, and he left comics to pursue writing and producing for *Matlock*, *Father Dowling Mysteries*, *Diagnosis: Murder* and *Law & Order*.

Today, Conway continues writing and producing for television and has recently returned to script the occasional comic. He resides in California with his wife and their daughter.

CHRIS CLAREMONT

It is hard to remember a time when the word "mutant" didn't correspond with the largest and most ardently followed franchise in comics, but in the mid-'70s the X-Men were naught but a forgotten team of misfits. Chris Claremont and his collaborators took this moribund property and issue by issue transformed it into a phenomenon now known the world over.

Claremont began his career in comics in the early '70s pitching in on issues of *Avengers*, *Daredevil* and *Incredible Hulk*, while also delivering several text stories to Marvel's black-and-white magazines. His first regular writing gig was *War Is Hell*, a "weird war" title that came to a close just as his run on *X-Men* and *Iron Fist* began. *Iron Fist*, which rolled out of the pages of *Marvel Premiere*, was done in concert with artist John Byrne, forming a key partnership that would pay big dividends later. Other high-profile projects from Claremont's first full decade in comics included *Marvel Preview*'s Starlord, *Ms. Marvel*, *Marvel Team-Up* (again with Byrne) and *John Carter: Warlord of Mars*.

But it was in the pages of *X-Men* where Claremont would change comics history. In tandem with artists Dave Cockrum and John Byrne, Claremont helped build a cornerstone franchise for Marvel. After writer Len Wein launched the newly updated series in 1975 with *Giant-Size X-Men* #1, Claremont was tasked with guiding the new adventures of the mutant misfits, and he did so by crafting layered stories that balanced crisp dialogue with high-octane action. Claremont placed a premium on characterization, a lofty goal in a team book with many players, but he did so deftly enough to spin a wide-ranging tapestry of characters, each of whom became fan favorites.

Leading breathless fans down the path of classics including "The Dark Phoenix Saga," "Days of Future Past," and *God Loves, Man Kills*, he helped build such an intense loyalty that it only made sense to spin-off the X-Men's success into new books. The first such spin-off was *The New Mutants*. Later in the decade, Claremont launched *Excalibur* with Alan Davis and established a regular series for Wolverine with John Buscema.

In 1990, he launched a new sister title for the main team of mutants with Jim Lee; *X-Men* #1 premiered to numbers that made it the highest-selling comic ever. After a long break from the company, Claremont returned to Marvel in 2000, and over the next ten years wrote the novelization of Bryan Singer's X-Men film, took on the Fantastic Four, and charted the adventures of Marvel's mutants across a variety of titles. He was inducted into the Eisner Hall of Fame with its 2015 class.

JIM MOONEY

A prolific comics artist since the 1940s, Jim Mooney proved nimble enough at penciling and inking that he gained a reputation for both disciplines that kept him in constant employ for decades. Tabbed by his peers with the nickname

"Gentleman" Jim for his positive and polite demeanor, he became an artist revered by fans of both DC and Marvel Comics.

Mooney broke into the business working under the tutelage of such luminaries as Will Eisner, Lou Fine and Nick Cardy. He would grow to find his artistic voice alongside peers like George Tuska and Ruben Moreira, freelancing for many of the era's most prominent publishers. As the decade progressed, his work at DC took prominence. Mooney was crafting stories of the Dynamic Duo in both *Batman* and *Detective Comics*, plus Robin stories in *Star-Spangled Comics*. He also drew many of the seminal adventures of Tommy Tomorrow in *Action Comics*. It was while drawing Supergirl in the pages of *Action Comics*, however, that Mooney crafted an enduring legacy with his clean, illustrative take on Superman's cousin.

Mooney worked at DC until 1968, when his bold, streamlined style was called upon to team with John Romita on *The Amazing Spider-Man*. It would be the beginning of a relationship with the web-slinger that would lead to almost two decades of memorable penciling and inking of the character, including *The Spectacular Spider-Man*, *Marvel Team-Up* and the flagship title. Mooney lent his hand to virtually every title Marvel produced in one way or another including noteworthy runs on *Ghost Rider*, *Man-Thing* and *Omega the Unknown*.

In 2008, Mooney passed away at the age of 89 after an extended illness.

JIM SHOOTER

Writer/artist/editor/publisher Jim Shooter broke into comics as a precocious 13-year-old after submitting a batch of Legion of Super-Heroes pages he had written and drawn. Impressed by what was going on at Marvel, the teenager brought his "Marvel-style" attitude to bear on Legion, rolling off a three-year run that concluded in 1969. During this time, he introduced several memorable Legionnaires and villains and also wrote several stories in *Superman*.

After a five-year break from comics, Shooter returned to the scene, freelancing for both Marvel and DC. He retook the reins of Legion in *Superboy*, and wrote various Marvel titles, which led to a staff position at Marvel in 1976 and a memorable run on *Avengers*. After two years, he succeeded Archie Goodwin as Marvel's editor in chief. In his view, Marvel at that time was in editorial chaos, not capitalizing on its full potential. Only 27 years old, Shooter forced his will over all aspects of the publishing regime, establishing an incentive system for creators, streamlining the publishing schedule and enforcing his own high editorial standards on all the books. He continued Marvel's success with licensed titles *G.I. Joe* and *Transformers* and the Epic line of creator-owned comics. Creative efforts included writing *Secret Wars* and its sequel, and building the New Universe and writing its flagship title, *Starbrand*.

Forced out of the company in 1987, a bid by Shooter to buy Marvel failed. He then formed a group to start his own company, Valiant, which produced licensed and original comics to great acclaim in the early '90s. Despite Valiant's success, Shooter's tenure there was ended after losing control of the corporation. Short-lived imprints Defiant and Broadway Comics followed but were victims of the mid-'90s industry bust. Since then, Shooter has returned to DC to write a 13-issue run of *Legion*, and overseen a revival of Gold Key characters Magnus, Doctor Solar and Turok for Dark Horse.

Biographies researched and written by John Rhett Thomas

THE MARVEL MASTERWORKS LIBRARY

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THE MARVEL AGE

It was August 1961 and change was hitting the newsstands. *Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. These were real characters placed in extraordinary circumstances. They lived together, they fought among themselves—and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different—the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

The *Marvel Masterworks* series was created to give comic-book readers everywhere the chance to experience the greatest comics the world has known as they were originally presented.

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WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-10

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over the heads of all Americans, a new entertaining escape from the newspapers' horrifying realities was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States.

At the forefront of this new medium was Timely Comics, a young company staffed by such legendary talents as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These skilled writers and artists created a vast array of characters that would give rise to the Marvel Universe!

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GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures and unimaginable monsters; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the '40s retooled to take on the threat of Communism. From Western gunfighters to crime to horror, Atlas had it all!

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A LIFE TOO FAR!

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WHO ARE THEY? WHAT ARE THEY? WILL SPIDEY AND FLASH THOMPSON LIVE TO FIND OUT!?

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PETER PARKER, THE SPECTACULAR SPIDER-MAN
NICE TRY, WALL-CRAWLER! BUT ANYBODY WHO COMES AT ME FROM BEHIND--
--IS IN FOR A BIG SHOCK!
HE'S ROUGH--HE'S READY--HE'S THE RIP-ROARING
RAZORBACK!
AND HE'LL GET WHAT HE WANTS IN THE BIG APPLE--OR POUND IT INTO PULP!

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